

Received: 06/03/09 10:22:57
PURCHASE ORDER(850)

Transaction Set Purpose Original
PO Type Stand-alone Order
PO No. TCS27718
PO Date 06/02/09

CURRENCY:

Selling Party
CURRENCY CODE USD

SHIPPING INFORMATION

SHIPMENT METHOD OF PAYMENT Collect
LOCATION QUALIFIER Origin (Shipping Point)
SHIPPING POINT - FREIGHT COLLECT

CARRIER DETAILS (ROUTING SEQUENCE/TRANS:

ROUTING SEQUENCE CODE Origin/Delivery Carrier (Any Mode)
ROUTING REFER TO WWW.GMSHIPPING.COM

Purchase Order Number TCS27718

REFERENCE GM RFQ (PR # PRZX6749)
AND SUPPLIER QUOTE #Q7903 TRAN REV ADATED 05/08/09
FOR PRICING AND DELIVERY ONLY
SUPPLIER HELP DESK FOR GM INDIRECT/MACHINERY AND
EQUIPMENT PURCHASING AVAILABLE DURING DETROIT
BUSINESS HOURS AT 1-888-376-6115 AND ON-LINE AT
IMEHELPDESK@GM.COM
QUESTIONS RELATED TO PAYMENT ISSUES, PLEASE CONTACT
DISBURSEMENTS AT 248-874-4636.

Purchase Order Number TCS27718

CUSTOMS-TRADE PARTNERSHIP AGAINST TERRORISM (C-TPAT)
CONTRACT CLAUSE

SPECIAL TERM (U.S.) - C-TPAT

FOR SELLER'S GOODS TO BE IMPORTED INTO THE UNITED
STATES, SELLER SHALL COMPLY WITH ALL APPLICABLE
RECOMMENDATIONS OR REQUIREMENTS OF THE UNITED
STATES CUSTOMS SERVICE'S CUSTOM-TRADE PARTNERSHIP
AGAINST TERRORISM (C-TPAT) INITIATIVE (FOR
INFORMATION GO TO [HTTP://WWW.CUSTOMS.USTREAS.GOV/
ENFORCE/TPAT.HTM](http://WWW.CUSTOMS.USTREAS.GOV/ENFORCE/TPAT.HTM)). AT BUYER'S OR THE CUSTOMS
SERVICE'S REQUEST, SELLER SHALL CERTIFY IN WRITING
ITS COMPLIANCE WITH THE FOREGOING. SELLER SHALL
INDEMNIFY AND HOLD BUYER HARMLESS FROM AND AGAINST
ANY LIABILITY, CLAIMS, DEMANDS OR EXPENSES
(INCLUDING ATTORNEY'S OR OTHER PROFESSIONAL FEES)
ARISING FROM OR RELATING TO SELLER'S NONCOMPLIANCE.
(AT 6/20/02)

SPECIAL TERM (US) - GOVERNMENT CONTRACTS

BUYER SERVES FROM TIME TO TIME AS A CONTRACTOR FOR
THE UNITED STATES GOVERNMENT. IF SELLER IS A U.S.
ENTITY, SELLER SHALL COMPLY WITH ALL FEDERAL LAWS,
RULES, AND REGULATIONS THAT ARE APPLICABLE TO SELLER
AS A SUBCONTRACTOR OF GOVERNMENT CONTRACTORS,
INCLUDING, WITHOUT LIMITATION, THOSE RELATING TO

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(1) EQUAL EMPLOYMENT OPPORTUNITY (PARAGRAPHS (1) THROUGH (7) OF SECTION 202 OF EXECUTIVE ORDER 11246, AS AMENDED, 41 CFR 60-741.5, 41 CFR 60-250.5); AND 41 CFR 60-300.5); (2) UTILIZATION OF SMALL AND DISADVANTAGED BUSINESS CONCERNs; FAR SUBPARTS 52.219-8 AND 52.219.9); (3) CONTRACTING WITH BUSINESS CONCERNs OPERATING IN AREAS OF SURPLUS LABOR (41 CFR 1-1.805); AND (4) CONTRACTING WITH WOMEN-OWNED BUSINESS CONCERNs (EXECUTIVE ORDER 12138). (4Z)

RIGHTS OF TITLE

SELLER AGREES THAT ALL REPORTS, MANUALS, PROGRAMS, TAPES, VIDEOS, SOFTWARE, AND ANY OTHER MATERIAL PREPARED BY SELLER'S EMPLOYEES UNDER THIS PURCHASE ORDER AND ALL OTHER WORK PRODUCTS OF SELLER'S EMPLOYEES SHALL BELONG EXCLUSIVELY TO BUYER. SELLER AGREES THAT ALL WRITINGS, DISCOVERIES, DESIGNS, MASK WORKS, INVENTIONS AND IMPROVEMENTS WHETHER COPYRIGHTABLE, PATENTABLE OR NOT WHICH ARE WRITTEN, CONCEIVED, CREATED, DISCOVERED OR MADE BY SELLER'S EMPLOYEES OR SUBCONTRACTORS IN THE COURSE OF THE WORK DONE UNDER THIS PURCHASE ORDER SHALL BE PROMPTLY DISCLOSED TO BUYER AND SHALL BECOME BUYER'S SOLE PROPERTY.

***** CHANGE ORDER PROCESS *****

- *** ENGINEER/SUPPLIER AGREE ON NECESSARY CHANGES AND CO-SIGN ON MEMO DOCUMENT, (INCLUDE P.O. NUMBER ON CORRESPONDENCE).
- *** CHANGES NOT EFFECTING COSTS MAY BE IMPLEMENTED IMMEDIATELY, FORWARD MEMO DOCUMENT TO BUYER.
- *** CHANGES INCREASING/DECREASING COST, OR EFFECTING DELIVERY MUST BE QUOTED TO BUYER, INCL. MEMO DOC.
- *** SUPPLIER MUST NOT PROCEED WITH ENGINEERING CHANGES UNTIL BUYER APPROVAL IS PROVIDED!

"DO NOT BILL SALES OR USE TAX ON ITEMS DELIVERED TO ALL SHIPPED TO LOCATIONS WITH THE STATES LISTED BELOW." GM HOLDS DIRECT PAYMENT AUTHORITY WITH THESE STATES. AS A RESULT, IN ALL OF THE IDENTIFIED STATES BELOW LISTED GM CORPORATE ENTITIES WILL REMIT DIRECTLY TO TAXING AUTHORITIES, ALL SALES OR USE TAX LIABILITY RELATED TO ITS PURCHASE AND USE OF TANGIBLE PERSONAL PROPERTY AND SERVICES (1). THEREFORE, EFFECTIVE IMMEDIATELY, THIS TAX CLAUSE SUPERSEDES ALL TAX CODE INFORMATION FOUND ON THIS ORDER EXCEPT FOR THOSE STATES NOT IDENTIFIED BELOW. FOR THOSE STATES NOT IDENTIFIED BELOW, PLEASE CONTINUE TO FOLLOW THE SPECIFIC TAX CODE INSTRUCTIONS FOUND ON THIS ORDER.

LISTED BELOW ARE DIRECT PAY PERMIT OR SALES TAX LICENSE NUMBERS FOR THE STATES, OR GM LOCATIONS WITHIN A STATE, WHERE GM HOLDS DIRECT PAY AUTHORITY:

* *

GENERAL MOTORS CORPORATION PERMITS:

GEORGIA #044-38-00894-3

INDIANA #003-2804890001

KENTUCKY #0000-10

KANSAS #98-0003B (FAIRFAX ONLY)

LOUISIANA #6009013-008DP (SHREVEPORT ONLY)

MARYLAND #20

MICHIGAN #ME-0900440

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MISSISSIPPI #4277 (SPO ONLY)

MISSOURI #11731559

NEW JERSEY #NJ9-001-683/000

NEW YORK #DP-003445

OHIO #98-000613

OKLAHOMA #137479

PENNSYLVANIA #02-93450/DP246

TEXAS #1-38-0572515-0

VIRGINIA #9980000793

WISCONSIN #WDP95-01-01012

* * * * *

ONSTAR CORPORATION PERMIT:

MICHIGAN #38-3506814

* * * * *

SATURN CORPORATION PERMITS:

MICHIGAN #38-2577506

TENNESSEE #100315259

* * * * *

FURTHER, IF THIS ORDER RELATES TO THE CONSTRUCTION CONTRACT FOR REAL PROPERTY, ALL APPLICABLE SALES AND USE TAXES ARE THE RESPONSIBILITY OF THE CONTRACTOR (WITH THE EXCEPTION OF TEXAS), AND SHOULD BE INCLUDED IN THE CONTRACTOR'S BID AS REQUIRED PURSUANT TO SECTION 3.9 AND SECTION R3.2 OF THE GM1638 (05/05) OR SECTION 6 OF THE GM1638A (08/02), UNLESS THE RESPONSIBILITY FOR PAYMENT OF SALES & USE TAXES ARE OTHERWISE SPECIFICALLY OUTLINED IN THE CONTRACT. WITH REFERENCE TO TEXAS: IF THE ORDER RELATES TO A CONSTRUCTION CONTRACT FOR REAL PROPERTY, THE CONTRACTOR SHOULD ISSUE ALL CONTRACTS AS SEPARATED CONTRACTS AND AS SUCH SHOULD NOT INCLUDE SALES TAX IN THE COST OF INCORPORATED MATERIALS OR EQUIPMENT. IN ADDITION, THE CONTRACTOR SHOULD NOT BILL GM (GENERAL MOTORS CORPORATION ONLY) FOR SALES TAX ON THE SEPARATED COSTS OF MATERIAL OR LABOR. GM WILL ACCRUE AND REMIT THE APPROPRIATE SALES TAX DIRECTLY TO THE STATE OF TEXAS UNDER THE DIRECT PAY PERMIT.

* * * * *

ANY QUESTIONS ON THE ABOVE SHOULD BE DIRECTED TO THE FOLLOWING:

*

DISBURSEMENT SERVICES -

CUSTOMER COMMUNICATION CENTER

PHONE: (248) 874-4636

* * * * *

(1) EXCLUDING ALL TELECOMMUNICATIONS SERVICES, HOTELS, AND MEAL PURCHASES. TAX IS TO BE PAID DIRECTLY TO THE SUPPLIER OF THESE ITEMS.

CONFIDENTIALITY

SELLER, IN ORDER TO PROVIDE THE SERVICES SET FORTH IN THIS PURCHASE ORDER, WILL REQUIRE INFORMATION FROM BUYER WHICH BUYER CONSIDERS CONFIDENTIAL (BUYER'S INFORMATION). BUYER IS WILLING TO DISCLOSE BUYER'S INFORMATION ONLY WITH THE UNDERSTANDING THAT SELLER MAINTAIN ITS CONFIDENTIALITY.

ACCORDINGLY, SELLER ACKNOWLEDGES THAT BUYER'S INFORMATION IS BEING DISCLOSED TO SELLER FOR THE SOLE

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PURPOSE OF PERMITTING SELLER TO PERFORM THE SERVICES SET FORTH IN THIS PURCHASE ORDER, AND AGREES THAT IT WILL NOT USE THE INFORMATION FOR ANY OTHER PURPOSE. IN ADDITION, SELLER AGREES THAT IT WILL NOT DISCLOSE, DISSEMINATE OR OTHERWISE MAKE AVAILABLE BUYER'S INFORMATION TO ANYONE, OTHER THAN TO THOSE EMPLOYEES WHO HAVE A NEED TO KNOW IT IN ORDER FOR SELLER TO FULFILL ITS OBLIGATIONS UNDER THIS PURCHASE ORDER. SELLER AGREES THAT IT WILL TAKE APPROPRIATE ACTION BY INSTRUCTION, AGREEMENT, OR OTHERWISE, WITH ANY PERSON PERMITTED ACCESS TO BUYER'S INFORMATION. THE BUYER'S INFORMATION AND ANY ADDITIONS THERETO ARE THE SOLE PROPERTY OF BUYER. AT BUYER'S REQUEST OR UPON COMPLETION OF SELLER'S USE OF BUYER'S INFORMATION, SELLER WILL RETURN ALL COPIES OF BUYER'S INFORMATION TO BUYER OR, AT BUYER'S REQUEST, DESTROY BUYER'S INFORMATION AND CERTIFY SUCH DESTRUCTION TO BUYER. SELLER FURTHER AGREES TO INDEMNIFY AND HOLD BUYER HARMLESS FROM ANY AND ALL LIABILITIES, DAMAGES, FINES, PENALTIES, COSTS, CLAIMS, DEMANDS, AND EXPENSES (INCLUDING COSTS OF DEFENSE, SETTLEMENT, AND REASONABLE ATTORNEY'S FEES), ARISING OUT OF THE DISCLOSURE OR IMPROPER USE OF BUYER'S INFORMATION BY SELLER OR SELLER'S EMPLOYEES.

EQUAL PARTNERS UTILIZATION AND DEVELOPMENT OF MINORITY SUPPLIERS FOR PRODUCTS AND/OR SERVICES ARE A GMC REQUIREMENT. SUPPLIERS ARE EXPECTED TO ESTABLISH AND MAINTAIN A PROCEDURE FOR TRACKING AND REPORTING OF MINORITY DOLLARS MONTHLY TO BUYER. CONTRACT REQUIRES A MINIMUM OF 6% OF GMC BUSINESS BE DEDICATED TO MINORITY SUPPLIERS SPECIFIED BY GENERAL MOTORS CORPORATION.

RIGHT TO AUDIT FOR TIME AND MATERIAL SERVICES PERFORMED BY SELLER PURSUANT TO THIS PURCHASE ORDER, THE SELLER SHALL MAINTAIN AND GRANT ACCESS TO BUYER TO ALL PERTINENT LEDGERS, PAYROLL DATA, BOOKS, RECORDS, PERSONNEL DOCUMENTS, CORRESPONDENCE, WRITTEN INSTRUCTIONS, DRAWINGS, RECEIPTS, VOUCHERS AND OTHER DOCUMENTS THE PURPOSE OF AUDITING THE CHARGES AND/OR ALL ALLOCATIONS RELATED TO THIS PURCHASE ORDER AND ITS PROPER ADMINISTRATION. SELLER MUST SEGREGATE ITS RECORDS IN SUCH A MANNER AS TO FACILITATE A COMPLETE AUDIT AND AGREES THAT SUCH AUDIT MAY BE USED AS THE BASIS FOR SETTLEMENT OF CHARGES AGAINST THIS PURCHASE ORDER. SELLER FURTHER AGREES, FOR THIS PURPOSE, TO PRESERVE ALL SUCH DOCUMENTS FOR A PERIOD OF THREE (3) YEARS AFTER FINAL PAYMENT HEREUNDER.

THIS INCLUDES THOSE OF SUBSIDIARIES AND AFFILIATES TO WHOM WORK HAS BEEN CONTRACTED. (ZH)
UNLESS OTHERWISE INDICATED IN THIS RFQ, SELLER IS REQUIRED TO HAVE ELECTRONIC DATA INTERCHANGE CAPABILITY WORLDWIDE.

IMPORTANT NOTICE: EFFECTIVE SEPTEMBER 1, 2008 SIGNIFICANT CHANGES HAVE BEEN MADE TO THE GMNA SHIPPING INSTRUCTIONS. PLEASE REVIEW FOR CARRIER UPDATES. NON-COMPLIANCE TO THESE

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INSTRUCTIONS MAY RESULT IN FREIGHT CHARGES BEING
DEBITED BACK TO THE SUPPLIER.

GM ROUTING / SHIPPING INSTRUCTIONS CAN BE FOUND AT
WWW.GMSHIPPING.COM

INVOICES

THE SELLER'S INVOICE MUST INCLUDE THE FOLLOWING:

PURCHASE ORDER NUMBER

RELEASE NUMBER REQUIRED FOR ALL BLANKET ORDERS

DELIVER TO INFORMATION

REQUESTOR AND ROOM NUMBER OF REQUESTOR

ITEM SEQUENCE NUMBER AS SHOWN ON PURCHASE ORDER

ITEM IDENTIFICATION NUMBER (IF APPLICABLE)

DESCRIPTION

QUANTITY

PRICE

INVOICE APPROVAL NAME & ADDRESS (IAR), IF APPLICABLE

ACCOUNT CLASSIFICATION NUMBER AND PRR NUMBER FOR

CONTRACT LABOR OR ENGINEERING DESIGN.

NOTICE

THE FOLLOWING TELEPHONE NUMBERS ARE STAFFED TO HANDLE
QUESTIONS CONCERNING INVOICE PAYMENT FOR

GENERAL MOTORS CORPORATION

DISBURSEMENT ANALYSIS CONTROL 248-874-4636

MEXICO STAFF ACCOUNTING 011-52-841-54000

THE INVOICE NUMBER AND PURCHASE ORDER/RELEASE NUMBER
WILL BE REQUIRED FOR THE PERSON TO ASSIST YOU.

* FOR SERVICES ONLY *

SUBMIT A DUPLICATE COPY TO REQUESTOR FOR APPROVAL.

PLEASE MARK THIS COPY "RECEIVING SLIP" TO AVOID
CONFUSION. BOTH COPIES ARE REQUIRED TO PROCESS YOUR
INVOICE IN A TIMELY MANNER. (ZM)

EXPORT ADMINISTRATION REGULATIONS (EAR) CONTROLLED
PURCHASES

THE TECHNICAL DATA ASSOCIATED WITH THIS EQUIPMENT,
SERVICE OR PART IS CONTROLLED UNDER U.S. EXPORT LAWS.
YOU MAY NOT EXPORT OR RE-EXPORT THE TECHNICAL DATA,
INCLUDING BUT NOT LIMITED TO PRINTS, ROUTINGS AND
SPECIFICATIONS ASSOCIATED WITH THIS REQUEST FOR
QUOTATION OR PURCHASE CONTRACT WITHOUT THE PROPER
GOVERNMENTAL AUTHORIZATIONS.

TERMS AND CONDITIONS SEPTEMBER 2004, APPLY
OF WHICH SUPPLIER HAS RECEIVED A COPY.

Selling Party:

AUTO CRAFT TOOL & DIE CO

Assigned by Buyer or Buyer's Agent 005384797

1800 FRUIT ST

ALGONAC MI 480014503

Buying Party (Purchaser):

GENERAL MOTORS CORPORATION

Assigned by Buyer or Buyer's Agent 88110ZMU

GLOBAL PURCHASING

30009 VAN DYKE

FAX 602-797-6053

WARREN MI 48090

Buyer Name or Department P. BARTOLD

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Telephone 586-575-1088

Ship To:

*****SEND ALL INVOICES TO*****
Assigned by Buyer or Buyer's Agent 88110MPC
GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ 850823490

Bill-to-Party:

INVOICE FOR SERVICE, MACHINERY
Assigned by Buyer or Buyer's Agent 88110I01
& EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS APP
PO BOX 63490, PHOEN AZ 850823490

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000001	1	Each	2400
Buyer's Item Number PRZX6749 001			

PRODUCT/ITEM DESCRIPTION Free-form
MAA38351S TRANS SCHEDULE LIFT ASSIST FOR GMX001
TRANSMISSIONS - DESIGN
JENNIFER ARTHUR 248-640-9420
DELIVER TO: LORDSTOWN ASSEMBLY PLANT
2300 HALLOCK-YOUNG ROAD
LORDSTOWN, OH 44481
ATTN: DARRYL HUDSON, 248-388-8200
INVOICE TO: SEE SHIP TO INFORMATION
SHIP TO DOCK GGG COLUMN N36-PILOT CRIB

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	06/22/09

Part Number PRZX6749 001

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: ARTHUR 248-640-9420

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000002	1	Each	11713
Buyer's Item Number PRZX6749 002			

PRODUCT/ITEM DESCRIPTION Free-form
MAA38351S TRANS SCHEDULE LIFT ASSIST FOR GMX001
TRANSMISSIONS - BUILD
JENNIFER ARTHUR 248-640-9420

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested

09-50026-mg Doc 1214-1 Filed 06/15/09 Entered 06/15/09 15:59:03 Purchase
TO: AUTO CRAFT TOOL & DI Orders Pg 7 of 45 FROM: New Trading Partner 10

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DATE 06/22/09

Part Number PRZX6749 002

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: ARTHUR 248-640-9420

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000003	1	Each	3652
Buyer's Item Number PRZX6749 003			

PRODUCT/ITEM DESCRIPTION Free-form
MAA38351S TRANS SCHEDULE LIFT ASSIST FOR GMX001
TRANSMISSIONS - CHAIN HOIST
JENNIFER ARTHUR 248-640-9420

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	06/22/09

Part Number PRZX6749 003

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: ARTHUR 248-640-9420

TRANSACTION TOTALS:

NUMBER OF LINE ITEMS 3 HASH TOTAL 3

END OF DOCUMENT

Received: 05/28/09 07:52:17
PURCHASE ORDER(850)

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PO Type Stand-alone Order
PO No. TCS27646
PO Date 05/27/09

CURRENCY:

Selling Party
CURRENCY CODE USD

SHIPPING INFORMATION

SHIPMENT METHOD OF PAYMENT Collect
LOCATION QUALIFIER Origin (Shipping Point)
SHIPPING POINT - FREIGHT COLLECT

CARRIER DETAILS (ROUTING SEQUENCE/TRANS:

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CUSTOMER COMMUNICATION CENTER

PHONE: (248) 874-4636

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PURPOSE OF PERMITTING SELLER TO PERFORM THE SERVICES SET FORTH IN THIS PURCHASE ORDER, AND AGREES THAT IT WILL NOT USE THE INFORMATION FOR ANY OTHER PURPOSE. IN ADDITION, SELLER AGREES THAT IT WILL NOT DISCLOSE, DISSEMINATE OR OTHERWISE MAKE AVAILABLE BUYER'S INFORMATION TO ANYONE, OTHER THAN TO THOSE EMPLOYEES WHO HAVE A NEED TO KNOW IT IN ORDER FOR SELLER TO FULFILL ITS OBLIGATIONS UNDER THIS PURCHASE ORDER. SELLER AGREES THAT IT WILL TAKE APPROPRIATE ACTION BY INSTRUCTION, AGREEMENT, OR OTHERWISE, WITH ANY PERSON PERMITTED ACCESS TO BUYER'S INFORMATION. THE BUYER'S INFORMATION AND ANY ADDITIONS THERETO ARE THE SOLE PROPERTY OF BUYER. AT BUYER'S REQUEST OR UPON COMPLETION OF SELLER'S USE OF BUYER'S INFORMATION, SELLER WILL RETURN ALL COPIES OF BUYER'S INFORMATION TO BUYER OR, AT BUYER'S REQUEST, DESTROY BUYER'S INFORMATION AND CERTIFY SUCH DESTRUCTION TO BUYER. SELLER FURTHER AGREES TO INDEMNIFY AND HOLD BUYER HARMLESS FROM ANY AND ALL LIABILITIES, DAMAGES, FINES, PENALTIES, COSTS, CLAIMS, DEMANDS, AND EXPENSES (INCLUDING COSTS OF DEFENSE, SETTLEMENT, AND REASONABLE ATTORNEY'S FEES), ARISING OUT OF THE DISCLOSURE OR IMPROPER USE OF BUYER'S INFORMATION BY SELLER OR SELLER'S EMPLOYEES.

EQUAL PARTNERS

UTILIZATION AND DEVELOPMENT OF MINORITY SUPPLIERS FOR PRODUCTS AND/OR SERVICES ARE A GMC REQUIREMENT. SUPPLIERS ARE EXPECTED TO ESTABLISH AND MAINTAIN A PROCEDURE FOR TRACKING AND REPORTING OF MINORITY DOLLARS MONTHLY TO BUYER. CONTRACT REQUIRES A MINIMUM OF 6% OF GMC BUSINESS BE DEDICATED TO MINORITY SUPPLIERS SPECIFIED BY GENERAL MOTORS CORPORATION.

RIGHT TO AUDIT

FOR TIME AND MATERIAL SERVICES PERFORMED BY SELLER PURSUANT TO THIS PURCHASE ORDER, THE SELLER SHALL MAINTAIN AND GRANT ACCESS TO BUYER TO ALL PERTINENT LEDGERS, PAYROLL DATA, BOOKS, RECORDS, PERSONNEL DOCUMENTS, CORRESPONDENCE, WRITTEN INSTRUCTIONS, DRAWINGS, RECEIPTS, VOUCHERS AND OTHER DOCUMENTS THE PURPOSE OF AUDITING THE CHARGES AND/OR ALL ALLOCATIONS RELATED TO THIS PURCHASE ORDER AND ITS PROPER ADMINISTRATION. SELLER MUST SEGREGATE ITS RECORDS IN SUCH A MANNER AS TO FACILITATE A COMPLETE AUDIT AND AGREES THAT SUCH AUDIT MAY BE USED AS THE BASIS FOR SETTLEMENT OF CHARGES AGAINST THIS PURCHASE ORDER. SELLER FURTHER AGREES, FOR THIS PURPOSE, TO PRESERVE ALL SUCH DOCUMENTS FOR A PERIOD OF THREE (3) YEARS AFTER FINAL PAYMENT HEREUNDER.

THIS INCLUDES THOSE OF SUBSIDIARIES AND AFFILIATES TO WHOM WORK HAS BEEN CONTRACTED. (ZH)

UNLESS OTHERWISE INDICATED IN THIS RFQ, SELLER IS REQUIRED TO HAVE ELECTRONIC DATA INTERCHANGE CAPABILITY WORLDWIDE.

IMPORTANT NOTICE: EFFECTIVE SEPTEMBER 1, 2008 SIGNIFICANT CHANGES HAVE BEEN MADE TO THE GMNA SHIPPING INSTRUCTIONS. PLEASE REVIEW FOR CARRIER UPDATES. NON-COMPLIANCE TO THESE

Received: 05/28/09 07:52:17
PURCHASE ORDER(850)

INSTRUCTIONS MAY RESULT IN FREIGHT CHARGES BEING
DEBITED BACK TO THE SUPPLIER.
GM ROUTING / SHIPPING INSTRUCTIONS CAN BE FOUND AT
WWW.GMSHIPPING.COM

INVOICES

THE SELLER'S INVOICE MUST INCLUDE THE FOLLOWING:

PURCHASE ORDER NUMBER

RELEASE NUMBER REQUIRED FOR ALL BLANKET ORDERS

DELIVER TO INFORMATION

REQUESTOR AND ROOM NUMBER OF REQUESTOR

ITEM SEQUENCE NUMBER AS SHOWN ON PURCHASE ORDER

ITEM IDENTIFICATION NUMBER (IF APPLICABLE)

DESCRIPTION

QUANTITY

PRICE

INVOICE APPROVAL NAME & ADDRESS (IAR), IF APPLICABLE
ACCOUNT CLASSIFICATION NUMBER AND PRR NUMBER FOR
CONTRACT LABOR OR ENGINEERING DESIGN.

NOTICE

THE FOLLOWING TELEPHONE NUMBERS ARE STAFFED TO HANDLE
QUESTIONS CONCERNING INVOICE PAYMENT FOR

GENERAL MOTORS CORPORATION

DISBURSEMENT ANALYSIS CONTROL 248-874-4636

MEXICO STAFF ACCOUNTING 011-52-841-54000

THE INVOICE NUMBER AND PURCHASE ORDER/RELEASE NUMBER
WILL BE REQUIRED FOR THE PERSON TO ASSIST YOU.

* FOR SERVICES ONLY *

SUBMIT A DUPLICATE COPY TO REQUESTOR FOR APPROVAL.

PLEASE MARK THIS COPY "RECEIVING SLIP" TO AVOID
CONFUSION. BOTH COPIES ARE REQUIRED TO PROCESS YOUR

INVOICE IN A TIMELY MANNER. (ZM)

EXPORT ADMINISTRATION REGULATIONS (EAR) CONTROLLED
PURCHASES

THE TECHNICAL DATA ASSOCIATED WITH THIS EQUIPMENT,
SERVICE OR PART IS CONTROLLED UNDER U.S. EXPORT LAWS.
YOU MAY NOT EXPORT OR RE-EXPORT THE TECHNICAL DATA,
INCLUDING BUT NOT LIMITED TO PRINTS, ROUTINGS AND
SPECIFICATIONS ASSOCIATED WITH THIS REQUEST FOR
QUOTATION OR PURCHASE CONTRACT WITHOUT THE PROPER
GOVERNMENTAL AUTHORIZATIONS.

TERMS AND CONDITIONS SEPTEMBER 2004, APPLY
OF WHICH SUPPLIER HAS RECEIVED A COPY.

Selling Party:

AUTO CRAFT TOOL & DIE CO

Assigned by Buyer or Buyer's Agent 005384797

1800 FRUIT ST

ALGONAC MI 480014503

Buying Party (Purchaser):

GENERAL MOTORS CORPORATION

Assigned by Buyer or Buyer's Agent 88110ZMU

GLOBAL PURCHASING

30009 VAN DYKE

FAX 602-797-6053

WARREN MI 48090

Received: 05/28/09 07:52:17
PURCHASE ORDER (850)

Telephone 586-575-1088

Ship To:

*****SEND ALL INVOICES TO*****
Assigned by Buyer or Buyer's Agent 88110MPC
GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ 850823490

Bill-to-Party:

INVOICE FOR SERVICE, MACHINERY
Assigned by Buyer or Buyer's Agent 88110I01
& EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS ABP
PO BOX 63490, PHOEN AZ 850823490

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000001	1	Each	2400
Buyer's Item Number PRZX6741 001			

PRODUCT/ITEM DESCRIPTION Free-form
MAA38350S ENGINE SCHEDULE LIFT ASSIST FOR GMX001
ENGINES - DESIGN
JENNIFER ARTHUR 248-640-9420
DELIVER TO: LORDSTOWN ASSEMBLY PLANT
2300 HALLOCK-YOUNG ROAD
LORDSTOWN, OH 44481
ATTN: DARRYL HUDSON, 248-388-8200
INVOICE TO: SEE SHIP TO INFORMATION
SHIP TO DOCK GGG COLUMN N36-PILOT CRIB

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	06/22/09

Part Number PRZX6741 001

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: ARTHUR 248-640-9420

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000002	1	Each	16015
Buyer's Item Number PRZX6741 002			

PRODUCT/ITEM DESCRIPTION Free-form
MAA38350S ENGINE SCHEDULE LIFT ASSIST FOR GMX001
ENGINES - BUILD
JENNIFER ARTHUR 248-640-9420

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested

09-50026-mg Doc 1214-1 Filed 06/15/09 Entered 06/15/09 15:59:03 Purchase
TO: AUTO CRAFT TOOL & DI Orders Pg 14 of 45 FROM: New Trading Partner 10

Received: 05/28/09 07:52:17
PURCHASE ORDER(850)

DATE 06/22/09

Part Number PRZX6741 002

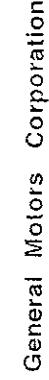
TAX CODE: F TAX PERCENT: 0.00%

WHO ORDERED: ARTHUR 248-640-9420

TRANSACTION TOTALS:

NUMBER OF LINE ITEMS 2 HASH TOTAL 2

END OF DOCUMENT



General Motors Corporation

GENERAL MOTORS CORPORATION
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053
WARREN MI
48090

SHIP TO:
GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ
85082-3490 US

VENDOR NUMBER 92-602-5487
AUTO CRAFT
TO: 2026 S PARKER
MARINE CITY MI
48039

NET 2ND DAY OF 2ND MONTH
ITEM SEQUENCE ORDERED ITEM IDENTIFICATION NO.

PAYMENT TERMS

NET 2ND DAY OF 2ND MONTH

ITEM SEQUENCE	ITEM IDENTIFICATION NO.	DESCRIPTION	RFQ NUMBER	DATE REQUIRED	TAX CODE / %	BASE UNIT PRICE	PRICE MULTIPLE	UNIT OF MEASURE
THIS ORDER IS LISTED IN THE FOLLOWING CURRENCY								
USD DOLLAR (UNITED STATES)								
		ATTN: DAVID DUVERNAY AUTOCRAFT Q7578 17FE2009 RFQ 300610173 P. BARTOLD 2/18/09						
00001	1	PRXX4991 001			06/22/09 F 0.00%	161233.0000		
MAA36756S ENGINE-TRANSMISSION MARRIAGE REVOLVER								
JENNIFER ARTHUR 248-640-9420								
DELIVER TO: LORDSTOWN ASSEMBLY PLANT								
2300 HALLOCK-YOUNG ROAD								
LORDSTOWN, OH 44481								
ATTN: DARRYL HUDSON, 248-388-8200								
INVOICE TO: SEE SHIP TO INFORMATION								
SHIP TO DOCK GCG COLUMN N36-PILOT CRIB								
WHO ORDERED: ARTHUR 248-640-9420								
"DO NOT BILL SALES OR USE TAX ON ITEMS DELIVERED TO ALL SHIPPED TO LOCATIONS WITH THE STATES LISTED BELOW." GM HOLDS DIRECT PAYMENT AUTHORITY WITH THESE STATES. AS A RESULT, IN ALL OF THE IDENTIFIED STATES BELOW LISTED GM CORPORATE ENTITIES WILL REMIT DIRECTLY TO TAXING AUTHORITIES, ALL SALES OR USE TAX LIABILITY RELATED TO ITS PURCHASE AND USE OF TANGIBLE								

09-50026-mg

Doc 1214-1

Filed 06/15/09 Entered 06/15/09 15:59:03 Purchase Orders Pg 15 of 45

PURCHASE ORDER

TCS26064

This Number Must Appear On All Invoices, Packing Slips, Packages and Bills of Lading.
(2) copies of your packing slip must accompany each shipment.
Item Identification Number(s) must be shown on Packing Slips and invoices.

Invoice Attr: Accounts Payable
Do not Declare Valuation of Express Shipments or Insure Parcel Post.

ORDER DATE: 02/18/09
PHONE: 586-575-1088
P. BARTOLD
ALTERATION ISSUE DATE: L9
ALTERATION EFFECTIVE DATE: L9
PURCHASING AGENT: Buyer

SHIPPING POINT - FREIGHT COLLECT

REFER TO WWW.GM SHIPPING.COM

ITEM SEQUENCE	ITEM IDENTIFICATION NO.	DESCRIPTION	RFQ NUMBER	DATE REQUIRED	TAX CODE / %	BASE UNIT PRICE	PRICE MULTIPLE	UNIT OF MEASURE
		THIS ORDER IS LISTED IN THE FOLLOWING CURRENCY						
		USD DOLLAR (UNITED STATES)						

EACH

A005576 USER PAUL G BARTOLD

ORIGINAL

CONTINUE PAGE 2
CHMM08 4 / 93



*****SEND ALL INVOICES TO*****

GENERAL MOTORS CORPORATION
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053
WARREN MI
48090

VENDOR NUMBER 92-602-5487
AUTO CRAFT
2026 S PARKER
MARINE CITY MI
48039

SHIP TO: GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ
35082 - 3490
US

INVOICE TO:
& EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS ABF
PO BOX 63490, PHOENIX AZ
85082 - 3490
US

This order is subject to initial acceptance. Acceptance should be executed on acknowledgement copy which should be returned to Buyer. This order is not binding on the parties until acceptance by the customer or distributor or other authorized representative. This order includes the right and option of Buyer to cancel or modify this order at any time prior to acceptance by the customer or distributor. Any modification must be in writing and signed and dated by Buyer's authorized representative. If Government Contract Number is shown hereon, additional terms and conditions attached do not apply.

F.O.B. DESTINATION UNLESS OTHERWISE INDICATED

SHIPPING POINT * FREIGHT COLLECT

REFER TO WWW.GMSHIPPING.COM

SHIP VIA

RETER TO WWW.GMSHIPPING.COM

UNIT OF MEASURE

PRICE

BASE UNIT PRICE

PRICE

UNIT OF MEASURE

ITEM SEQUENCE

QUANTITY ORDERED

ITEM IDENTIFICATION NO.

ITEM NAME

DESCRIPTION

RFQ NUMBER

DATE REQUIRED

TAX CODE /%

PERSONAL PROPERTY AND SERVICES (1). THEREFORE,

EFFECTIVE IMMEDIATELY, THIS TAX CLAUSE SUPERSEDES ALL TAX CODE INFORMATION FOUND ON THIS ORDER EXCEPT FOR THOSE STATES NOT IDENTIFIED BELOW. FOR THOSE STATES

NOT IDENTIFIED BELOW, PLEASE CONTINUE TO FOLLOW THE SPECIFIC TAX CODE INSTRUCTIONS FOUND ON THIS ORDER.

LISTED BELOW ARE DIRECT PAY PERMIT OR SALES TAX LICENSE NUMBERS FOR THE STATES, OR GM LOCATIONS

WITHIN A STATE, WHERE GM HOLDS DIRECT PAY AUTHORITY:

* * * * *

GENERAL MOTORS CORPORATION PERMITS:

GEORGIA #044-38-00894-3

INDIANA #003-2804890001

KENTUCKY #00000-10

KANSAS #98-0003B (FAIRFAX ONLY)

LOUISIANA #6009013-008DP (SHREVEPORT ONLY)

MARYLAND #200

MICHIGAN #ME-0900440

MISSISSIPPI #4277 (SPO ONLY)

MISSOURI #11731559

NEW JERSEY #NJ9-001-683/000

NEW YORK #DP-003445

OHIO #98-000613

OKLAHOMA #137479

PENNSYLVANIA #02-93450/DP246

TEXAS #1-38-0572515-0

PURCHASE ORDER: TCS26064

09-50026-mg Doc 1214-1 Filed 06/15/09 Entered 06/15/09 15:59:03 Purchase Orders Pg 16 of 45

PAGE 2

This Number Must Appear On All Invoices, Packing Slips,
& Packages and Bills of Lading.

(2) copies of your packing slip must accompany each shipment.
Item Identification Number(s) must be shown on Packing Slips and
Invoices.

Invoicing Attn: Accounts Payable
Do not Declare Valuation of Express Shipments or Insure Parcel
Post.

PHONE: 586-575-1088
P. BARTOLD

ORDER DATE 02/18/09
ALTERATION ISSUE DATE 09
Buyer

ITEM IDENTIFICATION
INVOICE FOR SERVICE, MACHINERY
TO: CUSTOMER SERVICE 248 874-4636

MAIL INVOICE: GM FSS ABF
PO BOX 63490, PHOENIX AZ
85082 - 3490

ALTERATION EFFECTIVE DATE

PURCHASING AGENT

ATTACHMENT IN BUYER'S CONTRACT NUMBER IS SHOWN HEREON, ADDITIONAL TERMS AND CONDITIONS

ATTACHED DO NOT APPLY.

ITEM SEQUENCE

QUANTITY ORDERED

ITEM IDENTIFICATION NO.

ITEM NAME

DESCRIPTION

RFQ NUMBER

DATE REQUIRED

TAX CODE /%

PERSONAL PROPERTY AND SERVICES (1). THEREFORE,

EFFECTIVE IMMEDIATELY, THIS TAX CLAUSE SUPERSEDES ALL TAX CODE INFORMATION FOUND ON THIS ORDER EXCEPT FOR THOSE STATES NOT IDENTIFIED BELOW. FOR THOSE STATES

NOT IDENTIFIED BELOW, PLEASE CONTINUE TO FOLLOW THE SPECIFIC TAX CODE INSTRUCTIONS FOUND ON THIS ORDER.

LISTED BELOW ARE DIRECT PAY PERMIT OR SALES TAX LICENSE NUMBERS FOR THE STATES, OR GM LOCATIONS

WITHIN A STATE, WHERE GM HOLDS DIRECT PAY AUTHORITY:

* * * * *

GENERAL MOTORS CORPORATION PERMITS:

GEORGIA #044-38-00894-3

INDIANA #003-2804890001

KENTUCKY #00000-10

KANSAS #98-0003B (FAIRFAX ONLY)

LOUISIANA #6009013-008DP (SHREVEPORT ONLY)

MARYLAND #200

MICHIGAN #ME-0900440

MISSISSIPPI #4277 (SPO ONLY)

MISSOURI #11731559

NEW JERSEY #NJ9-001-683/000

NEW YORK #DP-003445

OHIO #98-000613

OKLAHOMA #137479

PENNSYLVANIA #02-93450/DP246

TEXAS #1-38-0572515-0



*****SEND ALL INVOICES TO*****

GENERAL MOTORS CORPORATION
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053
WARRREN MI
48090 US

PURCHASE ORDER:

TCS26064
This Number Must Appear On All Invoices, Packing Slips,
packages and Bills of Lading.

(2) copies of your packing slip must accompany each shipment.

Item Identification Number(s) must be shown on Packing Slips and
Invoices.

Invoicing Attn: A. Counts Payable

Do not Declarate Valuation of Express Shipments or Insure Parcel

Post.

ORDER DATE

PHONE: 586-575-1088

P. BARTOLD

Buyer

ALTERATION ISSUE DATE

02/18/09

ALTERATION EFFECTIVE DATE

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PURCHASING AGENT

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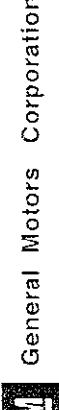
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***** SEND ALL INVOICES TO*****

GENERAL MOTORS CORPORATION
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053
WARREN MI
48090

SHIP TO:
C/O ACS CAPITAL, INVOICING
PO BOX 63490

VENDOR NUMBER 92-602-5481
AUTO CRAFT
2026 S PARKER
MARINE CITY MI
48039

NET 2ND DAY OF 2ND MONTH
ITEM SEQUENCE QUANTITY ORDERED ITEM IDENTIFICATION NO.

PAYMENT TERMS
ITEM SEQUENCE QUANTITY ORDERED ITEM IDENTIFICATION NO.

ITEM SEQUENCE QUANTITY ORDERED ITEM IDENTIFICATION NO.

This order is not binding until accepted. Acceptance should be received on a firm basis. Copy which should be referred to by you and your vendor and/or supplier. Order by telephone, fax or mail. This order is not binding until accepted. It is subject to change at the discretion of the requestor. All terms and conditions under this order are subject to change without notice. Seller and customer shall be bound by the terms and conditions of this contract if purchase is shipped. Additional Terms and Conditions attached hereto apply.

F.O.B. DESTINATION UNLESS OTHERWISE INDICATED

SHIPPING POINT - FREIGHT COLLECT

REFER TO WWW.GMSHIPPING.COM

SHIP VIA

THE SELLER'S INVOICE MUST INCLUDE THE FOLLOWING:

PURCHASE ORDER NUMBER

RELEASE NUMBER REQUIRED FOR ALL BLANKET ORDERS

DELIVER TO INFORMATION

REQUESTOR AND ROOM NUMBER OF REQUESTOR

ITEM SEQUENCE NUMBER AS SHOWN ON PURCHASE ORDER

ITEM IDENTIFICATION NUMBER (IF APPLICABLE)

DESCRIPTION

QUANTITY

PRICE

INVOICE APPROVAL NAME AND ADDRESS (IAR)

IF APPLICABLE

ACCOUNT CLASSIFICATION NUMBER AND PRR NUMBER FOR

CONTRACT LABOR OR ENGINEERING DESIGN

NOTICE

THE FOLLOWING TELEPHONE NUMBERS ARE STAFFED TO HANDLE

QUESTIONS CONCERNING INVOICE PAYMENT FOR GENERAL

MOTORS CORPORATION:

DISBURSEMENT ANALYSIS CONTROL 248-874-4636
MEXICO STAFF ACCOUNTING 011-52-841-54000
THE INVOICE NUMBER AND PURCHASE ORDER/RELEASE NUMBER
WILL BE REQUIRED FOR THE PERSON TO ASSIST YOU.

FOR SERVICES ONLY
SUBMIT A DUPLICATE COPY TO REQUESTOR FOR APPROVAL.

A005576 USER PAUL G BARTOLD

ORIGINAL

PURCHASE

PAGE

5

09-50026-mg Doc 1214-1 Filed 06/15/09 Entered 06/15/09 15:59:03 Purchase Orders Pg 19 of 45

ORDER : TCS26064

This Number Must Appear On All Invoices, Packing Slips,
Packages and Bills of Lading
(2) copies of your packing slip must accompany each shipment.
Item Identification Number(s) must be shown on Packing Slips and
Invoices.

Invoice Amt. Accounts Payable
Do not Declare Valuation of Express Shipments or Post.

PHONE: 586-575-1088
P. BARTOLD
L9
Buyer

ORDER DATE 02/18/09
ALTERATION ISSUE DATE
ALTERATION EFFECTIVE DATE
PURCHASING AGENT

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	DESCRIPTION	RFO NUMBER	DATE REQUIRED	TAX CODE / %	BASE UNIT PRICE	PRICE MULTIPLE	UNIT OF MEASURE
NET 2ND DAY OF 2ND MONTH									

CONTINUE PAGE 6 CHMMOB 4/93



General Motors Corporation

GENERAL MOTORS CORPORATION
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053

WARREN MI
48090

09-50026-mg

Doc 1214-1

Filed 06/15/09 Entered 06/15/09 15:59:03 Purchase
Orders Pg 21 of 45

*****SEND ALL INVOICES TO*****

PURCHASE**ORDER:**

TCS26064

PAGE 7

SHIP TO: GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ
85082-3490 US

INVOICE TO: & EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636

MAIL INVOICE: GM FSS ABP
PO BOX 63490, PHOENIX AZ
85082-3490 US

This order is your binding and accepted. Acceptance should be executed on a document designated copy which should be returned in blue ink. All changes, additions, deletions, and other changes to this order, except those made by GM, will be rejected. If the order is not accepted, it must be returned to GM. Any changes, additions, or deletions to this order, including but not limited to price, quantity, delivery date, and conditions, will be denied. GM reserves the right to accept or reject any order. GM may cancel any order if it determines that the order is not in accordance with GM's policies and procedures. If Government Contract Number is shown herein, additional terms and conditions attached hereto apply.

This Number Must Appear On All Invoices, Packing Slips
Packages and Bills of Lading.
(2) copies of your packing slip must accompany each shipment.
Item Identification Number(s) must be shown on Packing Slips and
Invoices.

Invoice Attn: Accounts Payable
Do not Declare Valuation of Express Shipments or Insure Parcel Post.

ORDER DATE	PHONE:
02/18/09	586-575-1088 F. BARTOLD 19

ALTERATION ISSUE DATE

ALTERATION EFFECTIVE DATE

PURCHASING AGENT

PAYMENT TERMS
NET 2ND DAY OF 2ND MONTH

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO	ITEM NAME	DESCRIPTION	RFO NUMBER	DATE REQUIRED	TAX CODE / %	SHIP VIA REFER TO WWW.GMSHIPPING.COM
				SIGNIFICANT CHANGES HAVE BEEN MADE TO THE GMNA SHIPPING INSTRUCTIONS. PLEASE REVIEW FOR CARRIER UPDATES. NON-COMPLIANCE TO THESE INSTRUCTIONS MAY RESULT IN FREIGHT CHARGES BEING DEBITTED BACK TO THE SUPPLIER.				
				GM ROUTING / SHIPPING INSTRUCTIONS CAN BE FOUND AT WWW.GMSHIPPING.COM				

SPECIAL TERM (US) - GOVERNMENT CONTRACTS

BUYER SERVES FROM TIME TO TIME AS A CONTRACTOR FOR THE UNITED STATES GOVERNMENT. IF SELLER IS A U.S. ENTITY, SELLER SHALL COMPLY WITH ALL FEDERAL LAWS, RULES, AND REGULATIONS THAT ARE APPLICABLE TO SELLER AS A SUBCONTRACTOR OF GOVERNMENT CONTRACTORS, INCLUDING, WITHOUT LIMITATION, THOSE RELATING TO (1) EQUAL EMPLOYMENT OPPORTUNITY (PARAGRAPHS (1) THROUGH (7) OF SECTION 202 OF EXECUTIVE ORDER 11245, AS AMENDED, 41 CFR 60-741.5, 41 CFR 60-250.5); AND 41 CFR 60-300.5; (2) UTILIZATION OF SMALL AND DISADVANTAGED BUSINESS CONCERN; FAR SUBPARTS 52.219-8 AND 52.219-9; (3) CONTRACTING WITH BUSINESS CONCERN OPERATING IN AREAS OF SURPLUS LABOR (41 CFR 1-1.805); AND (4) CONTRACTING WITH WOMEN-OWNED BUSINESS CONCERN
(EXECUTIVE ORDER 12138). (4Z)

A005576 USER PAUL G BARTOLD

ORIGINAL

CONTINUE PAGE 8 CHMM08 4/93



General Motors Corporation

GENERAL MOTORS CORPORATION
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053
WARREN MI
48090

***** SEND ALL INVOICES TO * * * * *
GM FSS PROJECT ACCOUNTING
P/O ACT CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ
US
5082-3490

VENDOR NUMBER 92-602-543
AUTO CRAFT
2026 S PARKER
MARINE CITY MI
48039

This Number Must Appear On All Invoices, Packing Slips,
Packages and Bills of Lading
(2) copies of our packing slip must accompany each shipment.
Item Identification Numbers, must be shown on packing slips and
Invoices.
Invoice Attn. Accounts Payable
Do not Declare Valuation of Express Shipments or Insure Parcel
Post.

INVOICE TO: GM EQUIP ONLY, QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS ABP
PO BOX 63490, PHOENIX AZ
US
5082-3490

This order is not binding until accepted. Acceptance should be evidenced by acknowledgement, fax or e-mail. This order is subject to cancellation by Seller upon acceptance by Buyer. The order is subject to cancellation if it is determined that the order does not conform to GM's standard practices and procedures. This document is subject to GM's standard terms and conditions of sale. The GM standard terms and conditions of sale can be found at www.gmshipping.com. The heading upon the document which reads "Accepted and Signed" is the signature of the authorized representative of the Buyer. If Government Contract Number is shown hereon, additional Terms and Conditions Attached hereto apply.

P.O.B. DESTINATION UNLESS OTHERWISE INDICATED

SHIPPING POINT - FREIGHT COLLECT

REFER TO WWW.GMSHIPPING.COM

SHIP VIA

ALTERATION ISSUE DATE

ALTERATION EFFECTIVE DATE

PURCHASING AGENT

CUSTOMER DATE

PHONE: 586-575-1088

P. BARTOLD

L9

Buyer

POST.

ITEM IDENTIFICATION NO.

NON NAME

DESCRIPTION

RFQ NUMBER

DATE REQUIRED

TAX CODE /%

BASE UNIT PRICE

PRICE MULTIPLE

UNIT OF MEASURE

ITEM SEQUENCE

QUANTITY ORDERED

NET

2ND DAY OF 2ND MONTH

PAYMENT TERMS

SUPPLIER HELP DESK FOR GM INDIRECT/MACHINERY AND

EQUIPMENT PURCHASING AVAILABLE DURING DETROIT

BUSINESS HOURS AT 1-888-376-6115 AND ON-LINE AT

IMHELPDESK@GM.COM

QUESTIONS RELATED TO PAYMENT ISSUES, PLEASE CONTACT

DISBURSEMENTS AT 248-874-4636.

TERMS AND CONDITIONS SEPTEMBER 2004, APPLY

OF WHICH SUPPLIER HAS RECEIVED A COPY.

PAGE	8
PURCHASE ORDER: TCS26064	
<p>GENERAL PURCHASING 30009 VAN DYKE FAX 602-797-6053 WARREN MI 48090</p> <p>GM FSS PROJECT ACCOUNTING P/O ACT CAPITAL INVOICING PO BOX 63490 PHOENIX AZ US 5082-3490</p> <p>INVOICE TO: GM EQUIP ONLY, QUESTIONS TO: CUSTOMER SERVICE 248 874-4636 MAIL INVOICE: GM FSS ABP PO BOX 63490, PHOENIX AZ US 5082-3490</p> <p>This Number Must Appear On All Invoices, Packing Slips, Packages and Bills of Lading (2) copies of our packing slip must accompany each shipment. Item Identification Numbers, must be shown on packing slips and Invoices. Invoice Attn. Accounts Payable Do not Declare Valuation of Express Shipments or Insure Parcel Post.</p> <p>INVOICE FOR SERVICE, MACHINE NO: CUST. SERVICE 248 874-4636</p> <p>ITEM TO: GM EQUIP ONLY, QUESTIONS TO: CUSTOMER SERVICE 248 874-4636</p> <p>MAIL INVOICE: GM FSS ABP PO BOX 63490, PHOENIX AZ US 5082-3490</p> <p>This order is not binding until accepted. Acceptance should be evidenced by acknowledgement, fax or e-mail. This order is subject to cancellation by Seller upon acceptance by Buyer. The order is subject to cancellation if it is determined that the order does not conform to GM's standard practices and procedures. This document is subject to GM's standard terms and conditions of sale. The heading upon the document which reads "Accepted and Signed" is the signature of the authorized representative of the Buyer. If Government Contract Number is shown hereon, additional Terms and Conditions Attached hereto apply.</p> <p>P.O.B. DESTINATION UNLESS OTHERWISE INDICATED</p> <p>SHIPPING POINT - FREIGHT COLLECT</p> <p>REFER TO WWW.GMSHIPPING.COM</p> <p>SHIP VIA</p> <p>ALTERATION ISSUE DATE</p> <p>ALTERATION EFFECTIVE DATE</p> <p>PURCHASING AGENT</p> <p>CUSTOMER DATE</p> <p>PHONE: 586-575-1088</p> <p>P. BARTOLD</p> <p>L9</p> <p>Buyer</p> <p>POST.</p> <p>ITEM IDENTIFICATION NO.</p> <p>NON NAME</p> <p>DESCRIPTION</p> <p>RFQ NUMBER</p> <p>DATE REQUIRED</p> <p>TAX CODE /%</p> <p>BASE UNIT PRICE</p> <p>PRICE MULTIPLE</p> <p>UNIT OF MEASURE</p> <p>ITEM SEQUENCE</p> <p>QUANTITY ORDERED</p> <p>NET</p> <p>2ND DAY OF 2ND MONTH</p> <p>PAYMENT TERMS</p> <p>SUPPLIER HELP DESK FOR GM INDIRECT/MACHINERY AND</p> <p>EQUIPMENT PURCHASING AVAILABLE DURING DETROIT</p> <p>BUSINESS HOURS AT 1-888-376-6115 AND ON-LINE AT</p> <p>IMHELPDESK@GM.COM</p> <p>QUESTIONS RELATED TO PAYMENT ISSUES, PLEASE CONTACT</p> <p>DISBURSEMENTS AT 248-874-4636.</p> <p>TERMS AND CONDITIONS SEPTEMBER 2004, APPLY</p> <p>OF WHICH SUPPLIER HAS RECEIVED A COPY.</p>	

Received: 04/15/09 08:01:36
PURCHASE ORDER(850)

Transaction Set Purpose Original
PO Type Stand-alone Order
PO No. TCS26946
PO Date 04/14/09

CURRENCY:

Selling Party
CURRENCY CODE USD

SHIPPING INFORMATION

SHIPMENT METHOD OF PAYMENT Collect
LOCATION QUALIFIER Origin (Shipping Point)
SHIPPING POINT - FREIGHT COLLECT

CARRIER DETAILS (ROUTING SEQUENCE/TRANS:

ROUTING SEQUENCE CODE Origin/Delivery Carrier (Any Mode)
ROUTING REFER TO WWW.GMSHIPPING.COM

Purchase Order Number TCS26946

REFERENCE GM RFQ (PR # PRZX1022)
AND AUTO CRAFT REFERENCE: Q7842
DATED 04/02/09

SUPPLIER HELP DESK FOR GM INDIRECT/MACHINERY AND
EQUIPMENT PURCHASING AVAILABLE DURING DETROIT
BUSINESS HOURS AT 1-888-376-6115 AND ON-LINE AT
IMEHELPDESK@GM.COM
QUESTIONS RELATED TO PAYMENT ISSUES, PLEASE CONTACT
DISBURSEMENTS AT 248-874-4636.

Purchase Order Number TCS26946

CUSTOMS-TRADE PARTNERSHIP AGAINST TERRORISM (C-TPAT)
CONTRACT CLAUSE

SPECIAL TERM (U.S.) - C-TPAT

FOR SELLER'S GOODS TO BE IMPORTED INTO THE UNITED
STATES, SELLER SHALL COMPLY WITH ALL APPLICABLE
RECOMMENDATIONS OR REQUIREMENTS OF THE UNITED
STATES CUSTOMS SERVICE'S CUSTOM-TRADE PARTNERSHIP
AGAINST TERRORISM (C-TPAT) INITIATIVE (FOR
INFORMATION GO TO [HTTP://WWW.CUSTOMS.USTREAS.GOV/
ENFORCE/TPAT.HTM](http://WWW.CUSTOMS.USTREAS.GOV/ENFORCE/TPAT.HTM)). AT BUYER'S OR THE CUSTOMS
SERVICE'S REQUEST, SELLER SHALL CERTIFY IN WRITING
ITS COMPLIANCE WITH THE FOREGOING. SELLER SHALL
INDEMNIFY AND HOLD BUYER HARMLESS FROM AND AGAINST
ANY LIABILITY, CLAIMS, DEMANDS OR EXPENSES
(INCLUDING ATTORNEY'S OR OTHER PROFESSIONAL FEES)
ARISING FROM OR RELATING TO SELLER'S NONCOMPLIANCE.
(AT 6/20/02)

SPECIAL TERM (US) - GOVERNMENT CONTRACTS

BUYER SERVES FROM TIME TO TIME AS A CONTRACTOR FOR
THE UNITED STATES GOVERNMENT. IF SELLER IS A U.S.
ENTITY, SELLER SHALL COMPLY WITH ALL FEDERAL LAWS,
RULES, AND REGULATIONS THAT ARE APPLICABLE TO SELLER
AS A SUBCONTRACTOR OF GOVERNMENT CONTRACTORS,
INCLUDING, WITHOUT LIMITATION, THOSE RELATING TO

Received: 04/15/09 08:01:36
PURCHASE ORDER(850)

(1) EQUAL EMPLOYMENT OPPORTUNITY (PARAGRAPHS (1) THROUGH (7) OF SECTION 202 OF EXECUTIVE ORDER 11246, AS AMENDED, 41 CFR 60-741.5, 41 CFR 60-250.5); AND 41 CFR 60-300.5); (2) UTILIZATION OF SMALL AND DISADVANTAGED BUSINESS CONCERNs; FAR SUBPARTS 52.219-8 AND 52.219.9); (3) CONTRACTING WITH BUSINESS CONCERNs OPERATING IN AREAS OF SURPLUS LABOR (41 CFR 1-1.805); AND (4) CONTRACTING WITH WOMEN-OWNED BUSINESS CONCERNs
(EXECUTIVE ORDER 12138). (4Z)

RIGHTS OF TITLE

SELLER AGREES THAT ALL REPORTS, MANUALS, PROGRAMS, TAPES, VIDEOS, SOFTWARE, AND ANY OTHER MATERIAL PREPARED BY SELLER'S EMPLOYEES UNDER THIS PURCHASE ORDER AND ALL OTHER WORK PRODUCTS OF SELLER'S EMPLOYEES SHALL BELONG EXCLUSIVELY TO BUYER. SELLER AGREES THAT ALL WRITINGS, DISCOVERIES, DESIGNS, MASK WORKS, INVENTIONS AND IMPROVEMENTS WHETHER COPYRIGHTABLE, PATENTABLE OR NOT WHICH ARE WRITTEN, CONCEIVED, CREATED, DISCOVERED OR MADE BY SELLER'S EMPLOYEES OR SUBCONTRACTORS IN THE COURSE OF THE WORK DONE UNDER THIS PURCHASE ORDER SHALL BE PROMPTLY DISCLOSED TO BUYER AND SHALL BECOME BUYER'S SOLE PROPERTY.

***** CHANGE ORDER PROCESS *****

- *** ENGINEER/SUPPLIER AGREE ON NECESSARY CHANGES AND CO-SIGN ON MEMO DOCUMENT, (INCLUDE P.O. NUMBER ON CORRESPONDENCE).
- *** CHANGES NOT EFFECTING COSTS MAY BE IMPLEMENTED IMMEDIATELY, FORWARD MEMO DOCUMENT TO BUYER.
- *** CHANGES INCREASING/DECREASING COST, OR EFFECTING DELIVERY MUST BE QUOTED TO BUYER, INCL. MEMO DOC.
- *** SUPPLIER MUST NOT PROCEED WITH ENGINEERING CHANGES UNTIL BUYER APPROVAL IS PROVIDED!

"DO NOT BILL SALES OR USE TAX ON ITEMS DELIVERED TO ALL SHIPPED TO LOCATIONS WITH THE STATES LISTED BELOW." GM HOLDS DIRECT PAYMENT AUTHORITY WITH THESE STATES. AS A RESULT, IN ALL OF THE IDENTIFIED STATES BELOW LISTED GM CORPORATE ENTITIES WILL REMIT DIRECTLY TO TAXING AUTHORITIES, ALL SALES OR USE TAX LIABILITY RELATED TO ITS PURCHASE AND USE OF TANGIBLE PERSONAL PROPERTY AND SERVICES (1). THEREFORE, EFFECTIVE IMMEDIATELY, THIS TAX CLAUSE SUPERSEDES ALL TAX CODE INFORMATION FOUND ON THIS ORDER EXCEPT FOR THOSE STATES NOT IDENTIFIED BELOW. FOR THOSE STATES NOT IDENTIFIED BELOW, PLEASE CONTINUE TO FOLLOW THE SPECIFIC TAX CODE INSTRUCTIONS FOUND ON THIS ORDER. LISTED BELOW ARE DIRECT PAY PERMIT OR SALES TAX LICENSE NUMBERS FOR THE STATES, OR GM LOCATIONS WITHIN A STATE, WHERE GM HOLDS DIRECT PAY AUTHORITY:

GENERAL MOTORS CORPORATION PERMITS:

GEORGIA #044-38-00894-3

INDIANA #003-280489001

KENTUCKY #0000-10

KANSAS #98-0003B (FAIRFAX ONLY)

LOUISIANA #6009013-008DP (SHREVEPORT ONLY)

MARYLAND #20

MICHIGAN #ME-0900440

Received: 04/15/09 08:01:36
PURCHASE ORDER (850)

MISSISSIPPI #4277 (SPO ONLY)

MISSOURI #11731559

NEW JERSEY #NJ9-001-683/000

NEW YORK #DP-003445

OHIO #98-000613

OKLAHOMA #137479

PENNSYLVANIA #02-93450/DP246

TEXAS #1-38-0572515-0

VIRGINIA #9980000793

WISCONSIN #WDP95-01-01012

* * * * *

ONSTAR CORPORATION PERMIT:

MICHIGAN #38-3506814

* * * * *

SATURN CORPORATION PERMITS:

MICHIGAN #38-2577506

TENNESSEE #100315259

* * * * *

FURTHER, IF THIS ORDER RELATES TO THE CONSTRUCTION CONTRACT FOR REAL PROPERTY, ALL APPLICABLE SALES AND USE TAXES ARE THE RESPONSIBILITY OF THE CONTRACTOR (WITH THE EXCEPTION OF TEXAS), AND SHOULD BE INCLUDED IN THE CONTRACTOR'S BID AS REQUIRED PURSUANT TO SECTION 3.9 AND SECTION R3.2 OF THE GM1638 (05/05) OR SECTION 6 OF THE GM1638A (08/02), UNLESS THE RESPONSIBILITY FOR PAYMENT OF SALES & USE TAXES ARE OTHERWISE SPECIFICALLY OUTLINED IN THE CONTRACT. WITH REFERENCE TO TEXAS: IF THE ORDER RELATES TO A CONSTRUCTION CONTRACT FOR REAL PROPERTY, THE CONTRACTOR SHOULD ISSUE ALL CONTRACTS AS SEPARATED CONTRACTS AND AS SUCH SHOULD NOT INCLUDE SALES TAX IN THE COST OF INCORPORATED MATERIALS OR EQUIPMENT. IN ADDITION, THE CONTRACTOR SHOULD NOT BILL GM (GENERAL MOTORS CORPORATION ONLY) FOR SALES TAX ON THE SEPARATED COSTS OF MATERIAL OR LABOR. GM WILL ACCRUE AND REMIT THE APPROPRIATE SALES TAX DIRECTLY TO THE STATE OF TEXAS UNDER THE DIRECT PAY PERMIT.

* * * * *

ANY QUESTIONS ON THE ABOVE SHOULD BE DIRECTED TO THE FOLLOWING:

*

DISBURSEMENT SERVICES -

CUSTOMER COMMUNICATION CENTER

PHONE: (248) 874-4636

* * * * *

(1) EXCLUDING ALL TELECOMMUNICATIONS SERVICES, HOTELS, AND MEAL PURCHASES. TAX IS TO BE PAID DIRECTLY TO THE SUPPLIER OF THESE ITEMS.

CONFIDENTIALITY

SELLER, IN ORDER TO PROVIDE THE SERVICES SET FORTH IN THIS PURCHASE ORDER, WILL REQUIRE INFORMATION FROM BUYER WHICH BUYER CONSIDERS CONFIDENTIAL (BUYER'S INFORMATION). BUYER IS WILLING TO DISCLOSE BUYER'S INFORMATION ONLY WITH THE UNDERSTANDING THAT SELLER MAINTAIN ITS CONFIDENTIALITY.

ACCORDINGLY, SELLER ACKNOWLEDGES THAT BUYER'S INFORMATION IS BEING DISCLOSED TO SELLER FOR THE SOLE

Received: 04/15/09 08:01:36
PURCHASE ORDER(850)

PURPOSE OF PERMITTING SELLER TO PERFORM THE SERVICES SET FORTH IN THIS PURCHASE ORDER, AND AGREES THAT IT WILL NOT USE THE INFORMATION FOR ANY OTHER PURPOSE. IN ADDITION, SELLER AGREES THAT IT WILL NOT DISCLOSE, DISSEMINATE OR OTHERWISE MAKE AVAILABLE BUYER'S INFORMATION TO ANYONE, OTHER THAN TO THOSE EMPLOYEES WHO HAVE A NEED TO KNOW IT IN ORDER FOR SELLER TO FULFILL ITS OBLIGATIONS UNDER THIS PURCHASE ORDER. SELLER AGREES THAT IT WILL TAKE APPROPRIATE ACTION BY INSTRUCTION, AGREEMENT, OR OTHERWISE, WITH ANY PERSON PERMITTED ACCESS TO BUYER'S INFORMATION. THE BUYER'S INFORMATION AND ANY ADDITIONS THERETO ARE THE SOLE PROPERTY OF BUYER. AT BUYER'S REQUEST OR UPON COMPLETION OF SELLER'S USE OF BUYER'S INFORMATION, SELLER WILL RETURN ALL COPIES OF BUYER'S INFORMATION TO BUYER OR, AT BUYER'S REQUEST, DESTROY BUYER'S INFORMATION AND CERTIFY SUCH DESTRUCTION TO BUYER.

SELLER FURTHER AGREES TO INDEMNIFY AND HOLD BUYER HARMLESS FROM ANY AND ALL LIABILITIES, DAMAGES, FINES, PENALTIES, COSTS, CLAIMS, DEMANDS, AND EXPENSES (INCLUDING COSTS OF DEFENSE, SETTLEMENT, AND REASONABLE ATTORNEY'S FEES), ARISING OUT OF THE DISCLOSURE OR IMPROPER USE OF BUYER'S INFORMATION BY SELLER OR SELLER'S EMPLOYEES.

EQUAL PARTNERS

UTILIZATION AND DEVELOPMENT OF MINORITY SUPPLIERS FOR PRODUCTS AND/OR SERVICES ARE A GMC REQUIREMENT. SUPPLIERS ARE EXPECTED TO ESTABLISH AND MAINTAIN A PROCEDURE FOR TRACKING AND REPORTING OF MINORITY DOLLARS MONTHLY TO BUYER. CONTRACT REQUIRES A MINIMUM OF 6% OF GMC BUSINESS BE DEDICATED TO MINORITY SUPPLIERS SPECIFIED BY GENERAL MOTORS CORPORATION.

RIGHT TO AUDIT

FOR TIME AND MATERIAL SERVICES PERFORMED BY SELLER PURSUANT TO THIS PURCHASE ORDER, THE SELLER SHALL MAINTAIN AND GRANT ACCESS TO BUYER TO ALL PERTINENT LEDGERS, PAYROLL DATA, BOOKS, RECORDS, PERSONNEL DOCUMENTS, CORRESPONDENCE, WRITTEN INSTRUCTIONS, DRAWINGS, RECEIPTS, VOUCHERS AND OTHER DOCUMENTS THE PURPOSE OF AUDITING THE CHARGES AND/OR ALL ALLOCATIONS RELATED TO THIS PURCHASE ORDER AND ITS PROPER ADMINISTRATION. SELLER MUST SEGREGATE ITS RECORDS IN SUCH A MANNER AS TO FACILITATE A COMPLETE AUDIT AND AGREES THAT SUCH AUDIT MAY BE USED AS THE BASIS FOR SETTLEMENT OF CHARGES AGAINST THIS PURCHASE ORDER. SELLER FURTHER AGREES, FOR THIS PURPOSE, TO PRESERVE ALL SUCH DOCUMENTS FOR A PERIOD OF THREE (3) YEARS AFTER FINAL PAYMENT HEREUNDER.

THIS INCLUDES THOSE OF SUBSIDIARIES AND AFFILIATES TO WHOM WORK HAS BEEN CONTRACTED. (ZH)

UNLESS OTHERWISE INDICATED IN THIS RFQ, SELLER IS REQUIRED TO HAVE ELECTRONIC DATA INTERCHANGE CAPABILITY WORLDWIDE.

IMPORTANT NOTICE: EFFECTIVE SEPTEMBER 1, 2008 SIGNIFICANT CHANGES HAVE BEEN MADE TO THE GMNA SHIPPING INSTRUCTIONS. PLEASE REVIEW FOR CARRIER UPDATES. NON-COMPLIANCE TO THESE

Received: 04/15/09 08:01:36
PURCHASE ORDER(850)

INSTRUCTIONS MAY RESULT IN FREIGHT CHARGES BEING
DEBITED BACK TO THE SUPPLIER.

GM ROUTING / SHIPPING INSTRUCTIONS CAN BE FOUND AT
WWW.GMSHIPPING.COM

FORCED LABOR

SELLER REPRESENTS THAT GOODS PURCHASED UNDER THIS
ORDER WERE NOT PRODUCED WITH FORCED LABOR (AS DEFINED
IN 19 USC 1307) EITHER BY SELLER OR SELLER'S
SUPPLIERS. SELLER SHALL INDEMNIFY BUYER AGAINST ANY
LIABILITY BUYER MAY INCUR IF THIS REPRESENTATION IS
INCORRECT. (ZR)

INVOICES

THE SELLER'S INVOICE MUST INCLUDE THE FOLLOWING:

PURCHASE ORDER NUMBER

RELEASE NUMBER REQUIRED FOR ALL BLANKET ORDERS

DELIVER TO INFORMATION

REQUESTOR AND ROOM NUMBER OF REQUESTOR

ITEM SEQUENCE NUMBER AS SHOWN ON PURCHASE ORDER

ITEM IDENTIFICATION NUMBER (IF APPLICABLE)

DESCRIPTION

QUANTITY

PRICE

INVOICE APPROVAL NAME & ADDRESS (IAR), IF APPLICABLE
ACCOUNT CLASSIFICATION NUMBER AND PRR NUMBER FOR
CONTRACT LABOR OR ENGINEERING DESIGN.

NOTICE

THE FOLLOWING TELEPHONE NUMBERS ARE STAFFED TO HANDLE
QUESTIONS CONCERNING INVOICE PAYMENT FOR

GENERAL MOTORS CORPORATION

DISBURSEMENT ANALYSIS CONTROL 248-874-4636

MEXICO STAFF ACCOUNTING 011-52-841-54000

THE INVOICE NUMBER AND PURCHASE ORDER/RELEASE NUMBER
WILL BE REQUIRED FOR THE PERSON TO ASSIST YOU.

* FOR SERVICES ONLY *

SUBMIT A DUPLICATE COPY TO REQUESTOR FOR APPROVAL.

PLEASE MARK THIS COPY "RECEIVING SLIP" TO AVOID
CONFUSION. BOTH COPIES ARE REQUIRED TO PROCESS YOUR
INVOICE IN A TIMELY MANNER. (ZM)

EXPORT ADMINISTRATION REGULATIONS (EAR) CONTROLLED
PURCHASES

THE TECHNICAL DATA ASSOCIATED WITH THIS EQUIPMENT,
SERVICE OR PART IS CONTROLLED UNDER U.S. EXPORT LAWS.
YOU MAY NOT EXPORT OR RE-EXPORT THE TECHNICAL DATA,
INCLUDING BUT NOT LIMITED TO PRINTS, ROUTINGS AND
SPECIFICATIONS ASSOCIATED WITH THIS REQUEST FOR
QUOTATION OR PURCHASE CONTRACT WITHOUT THE PROPER
GOVERNMENTAL AUTHORIZATIONS.

TERMS AND CONDITIONS SEPTEMBER 2004, APPLY
OF WHICH SUPPLIER HAS RECEIVED A COPY.

Selling Party:

AUTO CRAFT TOOL & DIE CO

Assigned by Buyer or Buyer's Agent 005384797

1800 FRUIT ST

ALGONAC MI 480014503

Received: 04/15/09 08:01:36
PURCHASE ORDER(850)

Buying Party (Purchaser):

GENERAL MOTORS CORPORATION
Assigned by Buyer or Buyer's Agent 88110ZMU
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053
WARREN MI 48090

Buyer Name or Department P. BARTOLD
Telephone 586-575-1088

Ship To:

*****SEND ALL INVOICES TO*****
Assigned by Buyer or Buyer's Agent 88110MPC
GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ 850823490

Bill-to-Party:

INVOICE FOR SERVICE, MACHINERY
Assigned by Buyer or Buyer's Agent 88110I01
& EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS ABP
PO BOX 63490, PHOEN AZ 850823490

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000001	1	Each	750
Buyer's Item Number PRZX1022 001			

PRODUCT/ITEM DESCRIPTION Free-form
MAA38303S DESIGN TEMPLATE TO INSTALL MALIBU LT/LTZ
EMBLEM
SCOTT DIENER 248-640-8199
DELIVER TO: FAIRFAX ASSEMBLY
3201 FAIRFAX TRAFFICWAY
KANSAS CITY, KS 66543
ATTN: LARRY GREENE, 586.709.7904
INVOICE TO: SEE SHIP TO INFORMATION

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	05/08/09

Part Number PRZX1022 001

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: DIENER 248-640-8199

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000002	2	Each	1250
Buyer's Item Number PRZX1022 002			

Received: 04/15/09 08:01:36
PURCHASE ORDER(850)

PRODUCT/ITEM DESCRIPTION Free-form

MAA38303S BUILD TEMPLATE TO INSTALL MALIBU LT/LTZ
EMBLEMS
SCOTT DIENER 248-640-8199

LINE ITEM SCHEDULE:

QUANTITY	2
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	05/08/09

Part Number PRZX1022 002

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: DIENER 248-640-8199

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000003	1	Each	1200
Buyer's Item Number		PRZX1022 003	

PRODUCT/ITEM DESCRIPTION Free-form

MAA38303S BUILD REPAIR TEMPLATE FOR MALIBU LT/LTZ
EMBLEMS
SCOTT DIENER 248-640-8199

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	05/08/09

Part Number PRZX1022 003

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: DIENER 248-640-8199

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000004	1	Each	650
Buyer's Item Number		PRZX1022 004	

PRODUCT/ITEM DESCRIPTION Free-form

MAA38304S DESIGN TEMPLATE TO INSTALL FLEXFUEL
EMBLEM
SCOTT DIENER 248-640-8199

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	05/08/09

Part Number PRZX1022 004

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: DIENER 248-640-8199

Received: 04/15/09 08:01:36
PURCHASE ORDER(850)

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000005	2	Each	1050
Buyer's Item Number		PRZX1022 005	

PRODUCT/ITEM DESCRIPTION Free-form
MAA38304S BUILD TEMPLATE TO INSTALL FLEXFUEL EMBLEM
SCOTT DIENER 248-640-8199

LINE ITEM SCHEDULE:

QUANTITY	2
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	05/08/09

Part Number PRZX1022 005

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: DIENER 248-640-8199

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000006	1	Each	975
Buyer's Item Number		PRZX1022 006	

PRODUCT/ITEM DESCRIPTION Free-form
MAA38304S BUILD REPAIR TEMPLATE TO INSTALL FLEXFUEL
EMBLEM
SCOTT DIENER 248-640-8199

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	05/08/09

Part Number PRZX1022 006

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: DIENER 248-640-8199

TRANSACTION TOTALS:

NUMBER OF LINE ITEMS 6 HASH TOTAL 8

END OF DOCUMENT

Received: 04/24/09 09:52:53
PURCHASE ORDER(850)

Transaction Set Purpose Original
PO Type Stand-alone Order
PO No. TCS27118
PO Date 04/23/09

CURRENCY:

Selling Party
CURRENCY CODE USD

SHIPPING INFORMATION

SHIPMENT METHOD OF PAYMENT Collect
LOCATION QUALIFIER Origin (Shipping Point)
SHIPPING POINT - FREIGHT COLLECT

CARRIER DETAILS (ROUTING SEQUENCE/TRANS:

ROUTING SEQUENCE CODE Origin/Delivery Carrier (Any Mode)
ROUTING REFER TO WWW.GMSHIPPING.COM

Purchase Order Number TCS27118

ATTN: DAVID DUVERNAY
PRICE PER QUOTE Q7812 TARGET DATED 4/20/9
IN RESPONSE TO RFQ1800612171.
P.BARTOLD 4/23/09

Purchase Order Number TCS27118

SUPPLIER HELP DESK FOR GM INDIRECT/MACHINERY AND EQUIPMENT PURCHASING AVAILABLE DURING DETROIT BUSINESS HOURS AT 1-888-376-6115 AND ON-LINE AT IMEHELPDESK@GM.COM QUESTIONS RELATED TO PAYMENT ISSUES, PLEASE CONTACT DISBURSEMENTS AT 248-874-4636.
CUSTOMS-TRADE PARTNERSHIP AGAINST TERRORISM (C-TPAT)
CONTRACT CLAUSE

SPECIAL TERM (U.S.) - C-TPAT

FOR SELLER'S GOODS TO BE IMPORTED INTO THE UNITED STATES, SELLER SHALL COMPLY WITH ALL APPLICABLE RECOMMENDATIONS OR REQUIREMENTS OF THE UNITED STATES CUSTOMS SERVICE'S CUSTOM-TRADE PARTNERSHIP AGAINST TERRORISM (C-TPAT) INITIATIVE (FOR INFORMATION GO TO [HTTP://WWW.CUSTOMS.USTREAS.GOV/ENFORCE/TPAT.HTM](http://WWW.CUSTOMS.USTREAS.GOV/ENFORCE/TPAT.HTM)). AT BUYER'S OR THE CUSTOMS SERVICE'S REQUEST, SELLER SHALL CERTIFY IN WRITING ITS COMPLIANCE WITH THE FOREGOING. SELLER SHALL INDEMNIFY AND HOLD BUYER HARMLESS FROM AND AGAINST ANY LIABILITY, CLAIMS, DEMANDS OR EXPENSES (INCLUDING ATTORNEY'S OR OTHER PROFESSIONAL FEES) ARISING FROM OR RELATING TO SELLER'S NONCOMPLIANCE. (AT 6/20/02)

SPECIAL TERM (US) - GOVERNMENT CONTRACTS

BUYER SERVES FROM TIME TO TIME AS A CONTRACTOR FOR THE UNITED STATES GOVERNMENT. IF SELLER IS A U.S. ENTITY, SELLER SHALL COMPLY WITH ALL FEDERAL LAWS, RULES, AND REGULATIONS THAT ARE APPLICABLE TO SELLER AS A SUBCONTRACTOR OF GOVERNMENT CONTRACTORS,

Received: 04/24/09 09:52:53
PURCHASE ORDER(850)

INCLUDING, WITHOUT LIMITATION, THOSE RELATING TO
(1) EQUAL EMPLOYMENT OPPORTUNITY (PARAGRAPHS (1)
THROUGH (7) OF SECTION 202 OF EXECUTIVE ORDER 11246,
AS AMENDED, 41 CFR 60-741.5, 41 CFR 60-250.5);
AND 41 CFR 60-300.5); (2) UTILIZATION OF SMALL
AND DISADVANTAGED BUSINESS CONCERNs; FAR SUBPARTS
52.219-8 AND 52.219.9); (3) CONTRACTING WITH
BUSINESS CONCERNs OPERATING IN AREAS OF SURPLUS
LABOR (41 CFR 1-1.805); AND (4) CONTRACTING
WITH WOMEN-OWNED BUSINESS CONCERNs
(EXECUTIVE ORDER 12138). (4Z)

EXPORT ADMINISTRATION REGULATIONS (EAR) CONTROLLED
PURCHASES

THE TECHNICAL DATA ASSOCIATED WITH THIS EQUIPMENT,
SERVICE OR PART IS CONTROLLED UNDER U.S. EXPORT LAWS.
YOU MAY NOT EXPORT OR RE-EXPORT THE TECHNICAL DATA,
INCLUDING BUT NOT LIMITED TO PRINTS, ROUTINGS AND
SPECIFICATIONS ASSOCIATED WITH THIS REQUEST FOR
QUOTATION OR PURCHASE CONTRACT WITHOUT THE PROPER
GOVERNMENTAL AUTHORIZATIONS.

***** CHANGE ORDER PROCESS *****

*** ENGINEER/SUPPLIER AGREE ON NECESSARY CHANGES AND
CO-SIGN ON MEMO DOCUMENT, (INCLUDE P.O. NUMBER ON
CORRESPONDENCE).

*** CHANGES NOT EFFECTING COSTS MAY BE IMPLEMENTED
IMMEDIATELY, FORWARD MEMO DOCUMENT TO BUYER.

*** CHANGES INCREASING/DECREASING COST, OR EFFECTING
DELIVERY MUST BE QUOTED TO BUYER, INCL. MEMO DOC.

*** SUPPLIER MUST NOT PROCEED WITH ENGINEERING
CHANGES UNTIL BUYER APPROVAL IS PROVIDED!

RIGHTS OF TITLE

SELLER AGREES THAT ALL REPORTS, MANUALS, PROGRAMS,
TAPES, VIDEOS, SOFTWARE, AND ANY OTHER MATERIAL
PREPARED BY SELLER'S EMPLOYEES UNDER THIS PURCHASE
ORDER AND ALL OTHER WORK PRODUCTS OF SELLER'S
EMPLOYEES SHALL BELONG EXCLUSIVELY TO BUYER. SELLER
AGREES THAT ALL WRITINGS, DISCOVERIES, DESIGNS, MASK
WORKS, INVENTIONS AND IMPROVEMENTS WHETHER
COPYRIGHTABLE, PATENTABLE OR NOT WHICH ARE WRITTEN,
CONCEIVED, CREATED, DISCOVERED OR MADE BY SELLER'S
EMPLOYEES OR SUBCONTRACTORS IN THE COURSE OF THE
WORK DONE UNDER THIS PURCHASE ORDER SHALL BE PROMPTLY
DISCLOSED TO BUYER AND SHALL BECOME BUYER'S SOLE
PROPERTY.

TERMS AND CONDITIONS SEPTEMBER 2004, APPLY
OF WHICH SUPPLIER HAS RECEIVED A COPY.

Selling Party:

AUTO CRAFT TOOL & DIE CO
Assigned by Buyer or Buyer's Agent 005384797
1800 FRUIT ST
ALGONAC MI 480014503

Buying Party (Purchaser):

GENERAL MOTORS CORPORATION
Assigned by Buyer or Buyer's Agent 88110ZMU
GLOBAL PURCHASING
30009 VAN DYKE

Received: 04/24/09 09:52:53
PURCHASE ORDER(850)

FAX 602-797-6053
WARREN MI 48090

Buyer Name or Department P. BARTOLD
Telephone 586-575-1088

Ship To:

*****SEND ALL INVOICES TO*****
Assigned by Buyer or Buyer's Agent 88110MPC
GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ 850823490

Bill-to-Party:

INVOICE FOR SERVICE, MACHINERY
Assigned by Buyer or Buyer's Agent 88110I01
& EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS ABP
PO BOX 63490, PHOEN AZ 850823490

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000001	1	Lot	1573670
Buyer's Item Number PRYX6244 001			

PRODUCT/ITEM DESCRIPTION Free-form
SPECIAL GA TRIM AND CHASSIS TOOLS FOR THE VOLT
DEEPAK D SOUZA 586-709-8284
DELIVER TO: DEEPAK D'SOUZA
2500 EAST GENERAL MOTORS BLVD.
DETROIT, MI 48211
ATTN: DEEPAK D'SOUZA, 586-709-8284
INVOICE TO: SEE SHIP TO INFORMATION
DO NOT SHIP UNTIL INSTRUCTED TO DO SO BY RESPECTIVE
M.E.

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Lot
DATE/TIME QUALIFIER	Delivery Requested
DATE	12/18/09

Part Number PRYX6244 001

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: D SOUZA 586-709-8284

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000002	1	Lot	57368
Buyer's Item Number PRYX6244 002			

PRODUCT/ITEM DESCRIPTION Free-form
M&E GA TRIM AND CHASSIS M&E FOR THE VOLT
DEEPAK D SOUZA 586-709-8284

09-50026-mg Doc 1214-1 Filed 06/15/09 Entered 06/15/09 15:59:03 Purchase
TO: AUTO CRAFT TOOL & DI Orders Pg 34 of 45 FROM: New Trading Partner 10

Received: 04/24/09 09:52:53
PURCHASE ORDER (850)

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Lot
DATE/TIME QUALIFIER	Delivery Requested
DATE	12/18/09

Part Number PRYX6244 002

TAX CODE: F TAX PERCENT: 0.00%
WHO ORDERED: D SOUZA 586-709-8284

TRANSACTION TOTALS:

NUMBER OF LINE ITEMS 2 HASH TOTAL 2

END OF DOCUMENT

Received: 05/04/09 08:22:47
PURCHASE ORDER(850)

Transaction Set Purpose Original
PO Type Stand-alone Order
PO No. TCS27251
PO Date 05/01/09

CURRENCY:

Selling Party
CURRENCY CODE USD

SHIPPING INFORMATION

SHIPMENT METHOD OF PAYMENT Collect
LOCATION QUALIFIER Origin (Shipping Point)
SHIPPING POINT - FREIGHT COLLECT

CARRIER DETAILS (ROUTING SEQUENCE/TRANS:

ROUTING SEQUENCE CODE Origin/Delivery Carrier (Any Mode)
ROUTING REFER TO WWW.GMSHIPPING.COM

Purchase Order Number TCS27251

REFERENCE GM RFQ (PR # PRXX9760)
AND AUTO CRAFT REFERENCE #Q7741

DATED 02/10/09

SUPPLIER HELP DESK FOR GM INDIRECT/MACHINERY AND
EQUIPMENT PURCHASING AVAILABLE DURING DETROIT
BUSINESS HOURS AT 1-888-376-6115 AND ON-LINE AT
IMEHELPDESK@GM.COM

QUESTIONS RELATED TO PAYMENT ISSUES, PLEASE CONTACT
DISBURSEMENTS AT 248-874-4636.

Purchase Order Number TCS27251

CUSTOMS-TRADE PARTNERSHIP AGAINST TERRORISM (C-TPAT)
CONTRACT CLAUSE

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Received: 05/04/09 08:22:47
PURCHASE ORDER(850)

(1) EQUAL EMPLOYMENT OPPORTUNITY (PARAGRAPHS (1) THROUGH (7) OF SECTION 202 OF EXECUTIVE ORDER 11246, AS AMENDED, 41 CFR 60-741.5, 41 CFR 60-250.5); AND 41 CFR 60-300.5); (2) UTILIZATION OF SMALL AND DISADVANTAGED BUSINESS CONCERNs; FAR SUBPARTS 52.219-8 AND 52.219.9); (3) CONTRACTING WITH BUSINESS CONCERNs OPERATING IN AREAS OF SURPLUS LABOR (41 CFR 1-1.805); AND (4) CONTRACTING WITH WOMEN-OWNED BUSINESS CONCERNs
(EXECUTIVE ORDER 12138). (4Z)

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***** CHANGE ORDER PROCESS *****

*** ENGINEER/SUPPLIER AGREE ON NECESSARY CHANGES AND CO-SIGN ON MEMO DOCUMENT, (INCLUDE P.O. NUMBER ON CORRESPONDENCE).
*** CHANGES NOT EFFECTING COSTS MAY BE IMPLEMENTED IMMEDIATELY, FORWARD MEMO DOCUMENT TO BUYER.
*** CHANGES INCREASING/DECREASING COST, OR EFFECTING DELIVERY MUST BE QUOTED TO BUYER, INCL. MEMO DOC.
*** SUPPLIER MUST NOT PROCEED WITH ENGINEERING CHANGES UNTIL BUYER APPROVAL IS PROVIDED!

"DO NOT BILL SALES OR USE TAX ON ITEMS DELIVERED TO ALL SHIPPED TO LOCATIONS WITH THE STATES LISTED BELOW." GM HOLDS DIRECT PAYMENT AUTHORITY WITH THESE STATES. AS A RESULT, IN ALL OF THE IDENTIFIED STATES BELOW LISTED GM CORPORATE ENTITIES WILL REMIT DIRECTLY TO TAXING AUTHORITIES, ALL SALES OR USE TAX LIABILITY RELATED TO ITS PURCHASE AND USE OF TANGIBLE PERSONAL PROPERTY AND SERVICES (1). THEREFORE, EFFECTIVE IMMEDIATELY, THIS TAX CLAUSE SUPERSEDES ALL TAX CODE INFORMATION FOUND ON THIS ORDER EXCEPT FOR THOSE STATES NOT IDENTIFIED BELOW. FOR THOSE STATES NOT IDENTIFIED BELOW, PLEASE CONTINUE TO FOLLOW THE SPECIFIC TAX CODE INSTRUCTIONS FOUND ON THIS ORDER. LISTED BELOW ARE DIRECT PAY PERMIT OR SALES TAX LICENSE NUMBERS FOR THE STATES, OR GM LOCATIONS WITHIN A STATE, WHERE GM HOLDS DIRECT PAY AUTHORITY:

* * * * *

GENERAL MOTORS CORPORATION PERMITS:

GEORGIA #044-38-00894-3

INDIANA #003-2804890001

KENTUCKY #0000-10

KANSAS #98-0003B (FAIRFAX ONLY)

LOUISIANA #6009013-008DP (SHREVEPORT ONLY)

MARYLAND #20

MICHIGAN #ME-0900440

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PURCHASE ORDER(850)

MISSISSIPPI #4277 (SPO ONLY)

MISSOURI #11731559

NEW JERSEY #NJ9-001-683/000

NEW YORK #DP-003445

OHIO #98-000613

OKLAHOMA #137479

PENNSYLVANIA #02-93450/DP246

TEXAS #1-38-0572515-0

VIRGINIA #9980000793

WISCONSIN #WDP95-01-01012

* * * * *

ONSTAR CORPORATION PERMIT:

MICHIGAN #38-3506814

* * * * *

SATURN CORPORATION PERMITS:

MICHIGAN #38-2577506

TENNESSEE #100315259

* * * * *

FURTHER, IF THIS ORDER RELATES TO THE CONSTRUCTION CONTRACT FOR REAL PROPERTY, ALL APPLICABLE SALES AND USE TAXES ARE THE RESPONSIBILITY OF THE CONTRACTOR (WITH THE EXCEPTION OF TEXAS), AND SHOULD BE INCLUDED IN THE CONTRACTOR'S BID AS REQUIRED PURSUANT TO SECTION 3.9 AND SECTION R3.2 OF THE GM1638 (05/05) OR SECTION 6 OF THE GM1638A (08/02), UNLESS THE RESPONSIBILITY FOR PAYMENT OF SALES & USE TAXES ARE OTHERWISE SPECIFICALLY OUTLINED IN THE CONTRACT. WITH REFERENCE TO TEXAS: IF THE ORDER RELATES TO A CONSTRUCTION CONTRACT FOR REAL PROPERTY, THE CONTRACTOR SHOULD ISSUE ALL CONTRACTS AS SEPARATED CONTRACTS AND AS SUCH SHOULD NOT INCLUDE SALES TAX IN THE COST OF INCORPORATED MATERIALS OR EQUIPMENT. IN ADDITION, THE CONTRACTOR SHOULD NOT BILL GM (GENERAL MOTORS CORPORATION ONLY) FOR SALES TAX ON THE SEPARATED COSTS OF MATERIAL OR LABOR. GM WILL ACCRUE AND REMIT THE APPROPRIATE SALES TAX DIRECTLY TO THE STATE OF TEXAS UNDER THE DIRECT PAY PERMIT.

* * * * *

ANY QUESTIONS ON THE ABOVE SHOULD BE DIRECTED TO THE FOLLOWING:

*

DISBURSEMENT SERVICES -

CUSTOMER COMMUNICATION CENTER

PHONE: (248) 874-4636

* * * * *

(1) EXCLUDING ALL TELECOMMUNICATIONS SERVICES, HOTELS, AND MEAL PURCHASES. TAX IS TO BE PAID DIRECTLY TO THE SUPPLIER OF THESE ITEMS.

CONFIDENTIALITY

SELLER, IN ORDER TO PROVIDE THE SERVICES SET FORTH IN THIS PURCHASE ORDER, WILL REQUIRE INFORMATION FROM BUYER WHICH BUYER CONSIDERS CONFIDENTIAL (BUYER'S INFORMATION). BUYER IS WILLING TO DISCLOSE BUYER'S INFORMATION ONLY WITH THE UNDERSTANDING THAT SELLER MAINTAIN ITS CONFIDENTIALITY.

ACCORDINGLY, SELLER ACKNOWLEDGES THAT BUYER'S INFORMATION IS BEING DISCLOSED TO SELLER FOR THE SOLE

Received: 05/04/09 08:22:47
PURCHASE ORDER(850)

PURPOSE OF PERMITTING SELLER TO PERFORM THE SERVICES SET FORTH IN THIS PURCHASE ORDER, AND AGREES THAT IT WILL NOT USE THE INFORMATION FOR ANY OTHER PURPOSE. IN ADDITION, SELLER AGREES THAT IT WILL NOT DISCLOSE, DISSEMINATE OR OTHERWISE MAKE AVAILABLE BUYER'S INFORMATION TO ANYONE, OTHER THAN TO THOSE EMPLOYEES WHO HAVE A NEED TO KNOW IT IN ORDER FOR SELLER TO FULFILL ITS OBLIGATIONS UNDER THIS PURCHASE ORDER. SELLER AGREES THAT IT WILL TAKE APPROPRIATE ACTION BY INSTRUCTION, AGREEMENT, OR OTHERWISE, WITH ANY PERSON PERMITTED ACCESS TO BUYER'S INFORMATION. THE BUYER'S INFORMATION AND ANY ADDITIONS THERETO ARE THE SOLE PROPERTY OF BUYER. AT BUYER'S REQUEST OR UPON COMPLETION OF SELLER'S USE OF BUYER'S INFORMATION, SELLER WILL RETURN ALL COPIES OF BUYER'S INFORMATION TO BUYER OR, AT BUYER'S REQUEST, DESTROY BUYER'S INFORMATION AND CERTIFY SUCH DESTRUCTION TO BUYER.

SELLER FURTHER AGREES TO INDEMNIFY AND HOLD BUYER HARMLESS FROM ANY AND ALL LIABILITIES, DAMAGES, FINES, PENALTIES, COSTS, CLAIMS, DEMANDS, AND EXPENSES (INCLUDING COSTS OF DEFENSE, SETTLEMENT, AND REASONABLE ATTORNEY'S FEES), ARISING OUT OF THE DISCLOSURE OR IMPROPER USE OF BUYER'S INFORMATION BY SELLER OR SELLER'S EMPLOYEES.

EQUAL PARTNERS

UTILIZATION AND DEVELOPMENT OF MINORITY SUPPLIERS FOR PRODUCTS AND/OR SERVICES ARE A GMC REQUIREMENT. SUPPLIERS ARE EXPECTED TO ESTABLISH AND MAINTAIN A PROCEDURE FOR TRACKING AND REPORTING OF MINORITY DOLLARS MONTHLY TO BUYER. CONTRACT REQUIRES A MINIMUM OF 6% OF GMC BUSINESS BE DEDICATED TO MINORITY SUPPLIERS SPECIFIED BY GENERAL MOTORS CORPORATION.

RIGHT TO AUDIT

FOR TIME AND MATERIAL SERVICES PERFORMED BY SELLER PURSUANT TO THIS PURCHASE ORDER, THE SELLER SHALL MAINTAIN AND GRANT ACCESS TO BUYER TO ALL PERTINENT LEDGERS, PAYROLL DATA, BOOKS, RECORDS, PERSONNEL DOCUMENTS, CORRESPONDENCE, WRITTEN INSTRUCTIONS, DRAWINGS, RECEIPTS, VOUCHERS AND OTHER DOCUMENTS THE PURPOSE OF AUDITING THE CHARGES AND/OR ALL ALLOCATIONS RELATED TO THIS PURCHASE ORDER AND ITS PROPER ADMINISTRATION. SELLER MUST SEGREGATE ITS RECORDS IN SUCH A MANNER AS TO FACILITATE A COMPLETE AUDIT AND AGREES THAT SUCH AUDIT MAY BE USED AS THE BASIS FOR SETTLEMENT OF CHARGES AGAINST THIS PURCHASE ORDER. SELLER FURTHER AGREES, FOR THIS PURPOSE, TO PRESERVE ALL SUCH DOCUMENTS FOR A PERIOD OF THREE (3) YEARS AFTER FINAL PAYMENT HEREUNDER.

THIS INCLUDES THOSE OF SUBSIDIARIES AND AFFILIATES TO WHOM WORK HAS BEEN CONTRACTED. (ZH)

UNLESS OTHERWISE INDICATED IN THIS RFQ, SELLER IS REQUIRED TO HAVE ELECTRONIC DATA INTERCHANGE CAPABILITY WORLDWIDE.

IMPORTANT NOTICE: EFFECTIVE SEPTEMBER 1, 2008 SIGNIFICANT CHANGES HAVE BEEN MADE TO THE GMNA SHIPPING INSTRUCTIONS. PLEASE REVIEW FOR CARRIER UPDATES. NON-COMPLIANCE TO THESE

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PURCHASE ORDER(850)

INSTRUCTIONS MAY RESULT IN FREIGHT CHARGES BEING
DEBITED BACK TO THE SUPPLIER.

GM ROUTING / SHIPPING INSTRUCTIONS CAN BE FOUND AT
WWW.GMSHIPPING.COM

FORCED LABOR

SELLER REPRESENTS THAT GOODS PURCHASED UNDER THIS
ORDER WERE NOT PRODUCED WITH FORCED LABOR (AS DEFINED
IN 19 USC 1307) EITHER BY SELLER OR SELLER'S
SUPPLIERS. SELLER SHALL INDEMNIFY BUYER AGAINST ANY
LIABILITY BUYER MAY INCUR IF THIS REPRESENTATION IS
INCORRECT. (ZR)

INVOICES

THE SELLER'S INVOICE MUST INCLUDE THE FOLLOWING:

PURCHASE ORDER NUMBER

RELEASE NUMBER REQUIRED FOR ALL BLANKET ORDERS
DELIVER TO INFORMATION

REQUESTOR AND ROOM NUMBER OF REQUESTOR

ITEM SEQUENCE NUMBER AS SHOWN ON PURCHASE ORDER

ITEM IDENTIFICATION NUMBER (IF APPLICABLE)

DESCRIPTION

QUANTITY

PRICE

INVOICE APPROVAL NAME & ADDRESS (IAR), IF APPLICABLE
ACCOUNT CLASSIFICATION NUMBER AND PRR NUMBER FOR
CONTRACT LABOR OR ENGINEERING DESIGN.

NOTICE

THE FOLLOWING TELEPHONE NUMBERS ARE STAFFED TO HANDLE
QUESTIONS CONCERNING INVOICE PAYMENT FOR

GENERAL MOTORS CORPORATION

DISBURSEMENT ANALYSIS CONTROL 248-874-4636

MEXICO STAFF ACCOUNTING 011-52-841-54000

THE INVOICE NUMBER AND PURCHASE ORDER/RELEASE NUMBER
WILL BE REQUIRED FOR THE PERSON TO ASSIST YOU.

* FOR SERVICES ONLY *

SUBMIT A DUPLICATE COPY TO REQUESTOR FOR APPROVAL.

PLEASE MARK THIS COPY "RECEIVING SLIP" TO AVOID
CONFUSION. BOTH COPIES ARE REQUIRED TO PROCESS YOUR
INVOICE IN A TIMELY MANNER. (ZM)

EXPORT ADMINISTRATION REGULATIONS (EAR) CONTROLLED
PURCHASES

THE TECHNICAL DATA ASSOCIATED WITH THIS EQUIPMENT,
SERVICE OR PART IS CONTROLLED UNDER U.S. EXPORT LAWS.
YOU MAY NOT EXPORT OR RE-EXPORT THE TECHNICAL DATA,
INCLUDING BUT NOT LIMITED TO PRINTS, ROUTINGS AND
SPECIFICATIONS ASSOCIATED WITH THIS REQUEST FOR
QUOTATION OR PURCHASE CONTRACT WITHOUT THE PROPER
GOVERNMENTAL AUTHORIZATIONS.

TERMS AND CONDITIONS SEPTEMBER 2004, APPLY
OF WHICH SUPPLIER HAS RECEIVED A COPY.

Selling Party:

AUTO CRAFT TOOL & DIE CO

Assigned by Buyer or Buyer's Agent 005384797

1800 FRUIT ST

ALGONAC MI 480014503

Received: 05/04/09 08:22:47
PURCHASE ORDER(850)

Buying Party (Purchaser):

GENERAL MOTORS CORPORATION
Assigned by Buyer or Buyer's Agent 88110ZMU
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053
WARREN MI 48090

Buyer Name or Department P. BARTOLD
Telephone 586-575-1088

Ship To:

*****SEND ALL INVOICES TO*****
Assigned by Buyer or Buyer's Agent 88110MPC
GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ 850823490

Bill-to-Party:

INVOICE FOR SERVICE, MACHINERY
Assigned by Buyer or Buyer's Agent 88110I01
& EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS ABP
PO BOX 63490, PHOEN AZ 850823490

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000001	20	Each	150
Buyer's Item Number PRXX9760 001			

PRODUCT/ITEM DESCRIPTION Free-form
GM-41768-SB-DK-7 SEAL MARGIN BLOCK - DECKLID 7MM
DENNIS BROWN 248-867-8151
DELIVER TO: GENERAL MOTORS CORP - DETROIT HAMTRAMCK
2500 EAST GR. BOULEVARD
DETROIT, MI 48211
ATTN: JOHN BARUZZINI - BODY SHOP - D, 313-972-6649
INVOICE TO: SEE SHIP TO INFORMATION
PLEASE WRITE CONTACT NAME (JOHN BARUZZINI) AND PHONE
NUMBER (313-972-6649) ON OUTSIDE OF BOX(S).

LINE ITEM SCHEDULE:

QUANTITY	20
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	07/31/09

Part Number PRXX9760 001

TAX CODE: C TAX PERCENT: 0.00%
WHO ORDERED: BROWN 248-867-8151

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000002	4	Each	180

Received: 05/04/09 08:22:47
PURCHASE ORDER(850)

Buyer's Item Number PRXX9760 002

PRODUCT/ITEM DESCRIPTION Free-form
D23-63608 ADJUSTABLE DOOR FLUSH MAGNET
DENNIS BROWN 248-867-8151

LINE ITEM SCHEDULE:

QUANTITY	4
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	07/31/09

Part Number PRXX9760 002

TAX CODE: C TAX PERCENT: 0.00%
WHO ORDERED: BROWN 248-867-8151

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000003	4	Each	65
Buyer's Item Number PRXX9760 003			

PRODUCT/ITEM DESCRIPTION Free-form
NON-ADJUSTABLE DOOR FLUSH MAGNET
DENNIS BROWN 248-867-8151

LINE ITEM SCHEDULE:

QUANTITY	4
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	07/31/09

Part Number PRXX9760 003

TAX CODE: C TAX PERCENT: 0.00%
WHO ORDERED: BROWN 248-867-8151

TRANSACTION TOTALS:

NUMBER OF LINE ITEMS 3 HASH TOTAL 28

END OF DOCUMENT

Received: 05/19/09 07:40:45
PURCHASE ORDER(850)

Transaction Set Purpose Original
PO Type Stand-alone Order
PO No. TCS27498
PO Date 05/18/09

CURRENCY:

Selling Party
CURRENCY CODE USD

SHIPPING INFORMATION

SHIPMENT METHOD OF PAYMENT Collect
LOCATION QUALIFIER Origin (Shipping Point)
SHIPPING POINT - FREIGHT COLLECT

CARRIER DETAILS (ROUTING SEQUENCE/TRANS:

ROUTING SEQUENCE CODE Origin/Delivery Carrier (Any Mode)
ROUTING REFER TO WWW.GMSHIPPING.COM

Purchase Order Number TCS27498

ATTN: MICHAEL DUVERNAY
PRICE PER Q789R1 DATED 4/27/09
P.BARTOLD 5/18/09

Purchase Order Number TCS27498

SUPPLIER HELP DESK FOR GM INDIRECT/MACHINERY AND EQUIPMENT PURCHASING AVAILABLE DURING DETROIT BUSINESS HOURS AT 1-888-376-6115 AND ON-LINE AT IMEHELPDESK@GM.COM
QUESTIONS RELATED TO PAYMENT ISSUES, PLEASE CONTACT DISBURSEMENTS AT 248-874-4636.
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(AT 6/20/02)

SPECIAL TERM (US) - GOVERNMENT CONTRACTS

BUYER SERVES FROM TIME TO TIME AS A CONTRACTOR FOR THE UNITED STATES GOVERNMENT. IF SELLER IS A U.S. ENTITY, SELLER SHALL COMPLY WITH ALL FEDERAL LAWS, RULES, AND REGULATIONS THAT ARE APPLICABLE TO SELLER AS A SUBCONTRACTOR OF GOVERNMENT CONTRACTORS, INCLUDING, WITHOUT LIMITATION, THOSE RELATING TO

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PURCHASE ORDER (850)

(1) EQUAL EMPLOYMENT OPPORTUNITY (PARAGRAPHS (1) THROUGH (7) OF SECTION 202 OF EXECUTIVE ORDER 11246, AS AMENDED, 41 CFR 60-741.5, 41 CFR 60-250.5); AND 41 CFR 60-300.5); (2) UTILIZATION OF SMALL AND DISADVANTAGED BUSINESS CONCERNs; FAR SUBPARTS 52.219-8 AND 52.219.9); (3) CONTRACTING WITH BUSINESS CONCERNs OPERATING IN AREAS OF SURPLUS LABOR (41 CFR 1-1.805); AND (4) CONTRACTING WITH WOMEN-OWNED BUSINESS CONCERNs (EXECUTIVE ORDER 12138). (4Z)

EXPORT ADMINISTRATION REGULATIONS (EAR) CONTROLLED PURCHASES

THE TECHNICAL DATA ASSOCIATED WITH THIS EQUIPMENT, SERVICE OR PART IS CONTROLLED UNDER U.S. EXPORT LAWS. YOU MAY NOT EXPORT OR RE-EXPORT THE TECHNICAL DATA, INCLUDING BUT NOT LIMITED TO PRINTS, ROUTINGS AND SPECIFICATIONS ASSOCIATED WITH THIS REQUEST FOR QUOTATION OR PURCHASE CONTRACT WITHOUT THE PROPER GOVERNMENTAL AUTHORIZATIONS.

***** CHANGE ORDER PROCESS *****

*** ENGINEER/SUPPLIER AGREE ON NECESSARY CHANGES AND CO-SIGN ON MEMO DOCUMENT, (INCLUDE P.O. NUMBER ON CORRESPONDENCE).

*** CHANGES NOT EFFECTING COSTS MAY BE IMPLEMENTED IMMEDIATELY, FORWARD MEMO DOCUMENT TO BUYER.

*** CHANGES INCREASING/DECREASING COST, OR EFFECTING DELIVERY MUST BE QUOTED TO BUYER, INCL. MEMO DOC.

*** SUPPLIER MUST NOT PROCEED WITH ENGINEERING CHANGES UNTIL BUYER APPROVAL IS PROVIDED!

RIGHTS OF TITLE

SELLER AGREES THAT ALL REPORTS, MANUALS, PROGRAMS, TAPES, VIDEOS, SOFTWARE, AND ANY OTHER MATERIAL PREPARED BY SELLER'S EMPLOYEES UNDER THIS PURCHASE ORDER AND ALL OTHER WORK PRODUCTS OF SELLER'S EMPLOYEES SHALL BELONG EXCLUSIVELY TO BUYER. SELLER AGREES THAT ALL WRITINGS, DISCOVERIES, DESIGNS, MASK WORKS, INVENTIONS AND IMPROVEMENTS WHETHER COPYRIGHTABLE, PATENTABLE OR NOT WHICH ARE WRITTEN, CONCEIVED, CREATED, DISCOVERED OR MADE BY SELLER'S EMPLOYEES OR SUBCONTRACTORS IN THE COURSE OF THE WORK DONE UNDER THIS PURCHASE ORDER SHALL BE PROMPTLY DISCLOSED TO BUYER AND SHALL BECOME BUYER'S SOLE PROPERTY.

TERMS AND CONDITIONS SEPTEMBER 2004, APPLY OF WHICH SUPPLIER HAS RECEIVED A COPY.

Selling Party:

AUTO CRAFT TOOL & DIE CO
Assigned by Buyer or Buyer's Agent 005384797
1800 FRUIT ST
ALGONAC MI 480014503

Buying Party (Purchaser):

GENERAL MOTORS CORPORATION
Assigned by Buyer or Buyer's Agent 88110ZMU
GLOBAL PURCHASING
30009 VAN DYKE
FAX 602-797-6053

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WARREN MI 48090

Buyer Name or Department P. BARTOLD
Telephone 586-575-1088

Ship To:

*****SEND ALL INVOICES TO*****
Assigned by Buyer or Buyer's Agent 88110MPC
GM FSS PROJECT ACCOUNTING
C/O ACS CAPITAL INVOICING
PO BOX 63490
PHOENIX AZ 850823490

Bill-to-Party:

INVOICE FOR SERVICE, MACHINERY
Assigned by Buyer or Buyer's Agent 88110I01
& EQUIP ONLY. QUESTIONS TO:
CUSTOMER SERVICE 248 874-4636
MAIL INVOICE: GM FSS ABP
PO BOX 63490, PHOEN AZ 850823490

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000001	1	Lot	2400
Buyer's Item Number PRZX5421 001			

PRODUCT/ITEM DESCRIPTION Free-form
DESIGN MAA38381S SPS KITTING CELL BUILD CART,
MAA38382S SPS KIT RACKS
DAVID JEDRZEJCZAK 586-709-2466
DELIVER TO: LORDSTOWN ASSEMBLY CENTER
2300 HALLOCK-YOUNG ROAD
LORDSTOWN, OH 44481
ATTN: GREG BROWN, 33-824-5775
INVOICE TO: SEE SHIP TO INFORMATION

LINE ITEM SCHEDULE:

QUANTITY	1
UNIT OR BASIS FOR MEASUREMENT CODE	Lot
DATE/TIME QUALIFIER	Delivery Requested
DATE	06/12/09

Part Number PRZX5421 001

TAX CODE: C TAX PERCENT: 0.00%
WHO ORDERED: 586-709-2466

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000002	3	Each	3850
Buyer's Item Number PRZX5421 002			

PRODUCT/ITEM DESCRIPTION Free-form
BUILD MAA37772S SPS KIT DELIVERY CART
DAVID JEDRZEJCZAK 586-709-2466

LINE ITEM SCHEDULE:

QUANTITY	3
UNIT OR BASIS FOR MEASUREMENT CODE	Each

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Part Number PRZX5421 002

TAX CODE: C TAX PERCENT: 0.00%
WHO ORDERED: 586-709-2466

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000003	2	Each	5500
Buyer's Item Number		PRZX5421 003	

PRODUCT/ITEM DESCRIPTION Free-form

BUILD MAA38381S SPS KITTING CELL BUILD CART
DAVID JEDRZEJCZAK 586-709-2466

LINE ITEM SCHEDULE:

QUANTITY	2
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	06/12/09

Part Number PRZX5421 003

TAX CODE: C TAX PERCENT: 0.00%
WHO ORDERED: 586-709-2466

ITEM	QUANTITY	UNIT OF MEASURE	UNIT PRICE
000004	8	Each	1575
Buyer's Item Number		PRZX5421 004	

PRODUCT/ITEM DESCRIPTION Free-form

BUILD MAA38382S SPS KIT RACKS
DAVID JEDRZEJCZAK 586-709-2466

LINE ITEM SCHEDULE:

QUANTITY	8
UNIT OR BASIS FOR MEASUREMENT CODE	Each
DATE/TIME QUALIFIER	Delivery Requested
DATE	06/12/09

Part Number PRZX5421 004

TAX CODE: C TAX PERCENT: 0.00%
WHO ORDERED: 586-709-2466

TRANSACTION TOTALS:

NUMBER OF LINE ITEMS 4 HASH TOTAL 14

END OF DOCUMENT